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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re	:	Chapter 11
	:	
Gawker Media LLC, <i>et al.</i> , ¹	:	Case No. 16-11700 (SMB)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**SUMMARY COVER SHEET TO THE FIRST INTERIM FEE
APPLICATION OF ROPES & GRAY LLP, ATTORNEYS FOR
THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE PERIOD
FROM JUNE 10, 2016 THROUGH AND INCLUDING SEPTEMBER 30, 2016**

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.'s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.'s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

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Summary of Compensation Period

NAME OF APPLICANT:	<u>ROPES & GRAY LLP</u>
AUTHORIZED TO PROVIDE PROFESSIONAL SERVICES TO:	<u>THE DEBTORS</u>
DATE CASES FILED:	<u>JUNE 10 AND 12, 2016</u>
DATE OF RETENTION:	<u>NUNC PRO TUNC TO JUNE 10, 2016</u>
DATE OF ORDER APPROVING EMPLOYMENT:	<u>JULY 14, 2016</u>
PERIOD FOR WHICH COMPENSATION AND REIMBURSEMENT IS SOUGHT:	<u>JUNE 10, 2016 THROUGH SEPTEMBER 30, 2016</u>
AMOUNT OF COMPENSATION SOUGHT AS ACTUAL, REASONABLE AND NECESSARY:	<u>\$3,981,458.75</u>
AMOUNT OF EXPENSE REIMBURSEMENT SOUGHT AS ACTUAL, REASONABLE AND NECESSARY:	<u>\$50,031.25</u>
TOTAL COMPENSATION PREVIOUSLY REQUESTED AND AWARDED IN THESE CHAPTER 11 CASES:	<u>NONE</u>
TOTAL EXPENSES PREVIOUSLY REQUESTED AND AWARDED IN THESE CHAPTER 11 CASES:	<u>NONE</u>
TOTAL ALLOWED COMPENSATION PAID TO DATE IN THESE CHAPTER 11 CASES:	<u>NONE</u>
TOTAL ALLOWED EXPENSES PAID TO DATE IN THESE CHAPTER 11 CASES:	<u>NONE</u>
BLENDED RATE OF ATTORNEYS IN THIS APPLICATION:	<u>\$739.29</u>
BLENDED RATE OF ALL TIMEKEEPERS IN THIS APPLICATION:	<u>\$725.35</u>
COMPENSATION SOUGHT IN THIS APPLICATION ALREADY PAID PURSUANT TO A MONTHLY COMPENSATION ORDER, BUT NOT YET ALLOWED:	<u>\$3,185,167.00²</u>
EXPENSES SOUGHT IN THIS APPLICATION ALREADY PAID PURSUANT TO A MONTHLY COMPENSATION ORDER, BUT NOT YET ALLOWED:	<u>\$50,031.25</u>
NUMBER OF ATTORNEYS AND PARAPROFESSIONALS INCLUDED IN THIS APPLICATION:	<u>69</u>
NUMBER OF ATTORNEYS AND PARAPROFESSIONALS INCLUDED IN THIS APPLICATION NOT INCLUDED IN STAFFING PLAN: ³	<u>SEE EXHIBIT F TO APPLICATION</u>
DIFFERENCE BETWEEN FEES BUDGETED AND COMPENSATION SOUGHT IN THIS APPLICATION: ⁴	<u>NONE</u>
NUMBER OF ATTORNEYS AND PARAPROFESSIONALS BILLING FEWER THAN 15 HOURS IN THIS APPLICATION: ⁵	<u>34</u>
RATE INCREASES NOT PREVIOUSLY APPROVED / DISCLOSED :	<u>NONE</u>
THE EFFECT OF ANY RATE INCREASES THAT HAVE OCCURRED SINCE RETENTION:	<u>N/A</u>

This is a(n): Monthly X Interim Final application.

² This amount includes payment of 80% of the monthly fees requested for the period from September 1, 2016 to September 30, 2016, requested in Ropes & Gray's third monthly fee application, to which no objection has been filed. Ropes & Gray anticipates that this amount of \$839,119.60 will be paid in the week ending November 11, 2016.

³ A more detailed explanation of the monthly staffing plans provided by Ropes & Gray to the client and monthly staffing plan periods is set forth in Paragraph 20 of the Application. Exhibit F shows this difference in the number of attorneys and paraprofessionals on a corresponding monthly basis.

⁴ A more detailed explanation of the monthly budgets provided by Ropes & Gray to the client and monthly budget periods is set forth in Paragraph 21 of the Application

⁵ A total of 19 professionals and 15 paraprofessionals billed fewer than 15 hours during the Compensation Period. By and large the professionals were specialists required for discrete tasks.

**Summary of Monthly Fee Statements for the Compensation Period
(June 10, 2016 through September 30, 2016)**

Date Served	Compensation Period	Requested Fees	Requested Expenses	Fees Paid	Expenses Paid	Anticipated 20% Holdback
8/19/16	June 10, 2016 – July 31, 2016	\$1,757,179.25	\$15,706.50	\$1,405,743.40	\$15,706.50	\$351,435.85
9/20/16	August 1, 2016 – August 31, 2016	\$1,175,380.00	\$22,299.24	\$940,304.00	\$22,299.24	\$235,076.00
10/20/16	September 1, 2016 – September 30, 2016	\$1,048,899.50	\$12,025.51	\$839,119.60	\$12,025.51	\$209,779.90
TOTAL		\$3,981,458.75	\$50,031.25	\$3,185,167.00	\$50,031.25	\$796,291.75

**Summary of Hours Billed By
Professionals and Paraprofessionals for the Compensation Period
(June 10, 2016 through September 30, 2016)**

Name	Department and Year Admitted	Hourly Billing Rate	Total Hours Worked	Total Compensation Requested
Partners				
Leo Arnaboldi III	Tax Admitted in 1986	\$1,400.00	16.70	\$23,380.00
Gregg Galardi	Business Restructuring Admitted in 1990	\$1,230.00	506.40	\$622,011.00
D. Ross Martin	Business Restructuring Admitted in 1995	\$1,170.00	177.90	\$208,143.00
David B. Hennes	Litigation Admitted in 1995	\$1,165.00	102.80	\$119,762.00
James DeGraw	Corporate General Admitted in 1992	\$1,060.00	2.70	\$2,862.00
Jonathan P. Gill	Corporate General Admitted in 1998	\$1,030.00	216.10	\$222,583.00
Peter Ebb	Labor & Employment Admitted in 1990	\$990.00	3.10	\$3,069.00
Dalila Arguez Wendlandt	Litigation Admitted in 2001	\$970.00	41.30	\$40,061.00
Joanne M. De Silva	Corporate General Admitted in 2002	\$920.00	66.90	\$61,548.00
Alexandra Alperovich	Tax Admitted in 2004	\$900.00	5.50	\$4,950.00
Total Partners			1,139.40	\$1,308,369.00

Name	Department and Year Admitted	Hourly Billing Rate	Total Hours Worked	Total Compensation Requested
Counsel				
Deidre Johnson	Litigation Admitted in 1998	\$900.00	5.60	\$5,040.00
Justin Florence	Litigation Admitted in 2007	\$895.00	3.20	\$2,864.00
Michael S. Winograd	Litigation Admitted in 2001	\$885.00	312.20	\$275,013.75
James Wright	Business Restructuring Admitted in 2005	\$885.00	5.10	\$4,513.50
Thomas Burke	Corporate General Admitted in 1995	\$850.00	2.90	\$2,465.00
Erica Han	Corporate General Admitted in 2005	\$695.00	16.20	\$11,259.00
Total Counsel			345.20	\$301,155.25
Associates				
Joshua Sturm	Business Restructuring Admitted in 2007	\$895.00	255.30	\$228,493.50
Kristina K. Alexander	Business Restructuring Admitted in 2010	\$865.00	349.60	\$300,111.75
Jonathan Agudelo	Business Restructuring Admitted in 2010	\$820.00	627.60	\$514,222.00
Lindita Bresa	Corporate General Admitted in 2009	\$820.00	66.90	\$54,858.00
Shaw Kaneyasu-Speck	Corporate General Admitted in 2011	\$820.00	142.10	\$116,522.00
Kevin Zaragoza	Tax Admitted in 2011	\$820.00	11.00	\$9,020.00
Claire Rosa	Tax Admitted in 2010	\$810.00	3.90	\$3,159.00
Mark Cianci	Litigation Admitted in 2010	\$765.00	12.30	\$9,409.50
Jennifer Cormier	Labor & Employment Admitted in 2012	\$765.00	7.10	\$5,431.50
Marc B. Roitman	Business Restructuring Admitted in 2010	\$865.00	140.80	\$121,792.00
Simone L. F. Waterbury	Litigation Admitted in 2006	\$725.00	6.10	\$4,422.50
Taras Czebiniak	Corporate General Admitted in 2013	\$705.00	25.10	\$17,695.50

Name	Department and Year Admitted	Hourly Billing Rate	Total Hours Worked	Total Compensation Requested
Paul Kellogg	Litigation Admitted in 2011	\$705.00	61.90	\$43,639.50
Elisa Durette	Corporate General Admitted in 2013	\$695.00	18.80	\$13,066.00
Stacy A. Dasaro	Business Restructuring Admitted in 2014	\$635.00	392.10	\$248,824.75
S. Alexandra de Padua	Corporate General Admitted in 2014	\$635.00	40.60	\$25,781.00
Emerson Siegle	Litigation Admitted 2013	\$625.00	15.20	\$9,500.00
Elizabeth Bierut	Litigation Admitted in 2014	\$550.00	287.70	\$158,235.00
Aleksandr Imas	Corporate General Admitted in 2014	\$550.00	5.70	\$3,135.00
Hannah Jenkins	Corporate General Admitted in 2014	\$550.00	91.60	\$50,380.00
Matthew Cable	Corporate General Admitted in 2014	\$540.00	14.30	\$7,722.00
William A. McGee	Business Restructuring Admitted in 2015	\$540.00	241.80	\$130,572.00
Edward Roche	Litigation Admitted 2014	\$540.00	38.60	\$20,844.00
Peter Walkingshaw	Litigation Admitted in 2014	\$540.00	56.50	\$30,510.00
Hanah Kim	Corporate General Admitted in 2016	\$470.00	94.10	\$44,227.00
Lucy Corrigan	Corporate General Admitted in 2015	\$470.00	14.90	\$7,003.00
Kathryn M. Roulett	Litigation Admitted in 2016	\$470.00	3.70	\$1,739.00
James Sullivan	Corporate General Admitted in 2016	\$470.00	57.20	\$26,884.00
Saqib M. Hussain	Litigation Admitted in 2015	\$455.00	46.00	\$20,930.00
Averell Sutton	Corporate General Admitted in 2014	\$365.00	38.80	\$14,162.00
Mary Kwan	Corporate General Admitted in 2016	\$340.00	11.40	\$3,876.00
Richard Wheeler	Corporate General Admitted in 1998	\$245.00	7.50	\$1,837.50

Name	Department and Year Admitted	Hourly Billing Rate	Total Hours Worked	Total Compensation Requested
Kevin Walsh	Contract Attorney Admitted in 2014	\$215.00	10.10	\$2,171.50
Total Associates			3,196.30	\$2,250,176.50
Paraprofessionals				
Charles R. Brustman	Managing Clerk	335.00	4.00	\$1,340.00
Marc K. Duffy	Managing Clerk	370.00	7.00	\$2,590.00
Paul Lang	Managing Clerk	335.00	10.90	\$3,651.50
Joseph A. D'Imperio	Senior Designer	295.00	6.90	\$2,035.50
William Allen	Paralegal	400.00	5.50	\$2,200.00
Linda Borrino	Paralegal	360.00	2.30	\$828.00
Roberto Gonzalez	Paralegal	350.00	111.50	\$39,025.00
Melissa Karasavidis	Paralegal	345.00	3.00	\$1,035.00
Mark Callahan	Paralegal	310.00	4.70	\$1,457.00
Peggy Burns	Paralegal	300.00	6.00	\$1,800.00
Meir Weinberg	Paralegal	285.00	125.90	\$35,881.50
Charles D. Brustman	Paralegal	270.00	23.78	\$6,561.00
La-Toya Graham	Paralegal	260.00	33.8	\$8,788.00
Patrice Gramberg	Paralegal	230.00	19.80	\$4,554.00
Robert Baxter	Paralegal	220.00	3.50	\$770.00
Jessica Dias	Paralegal	205.00	3.00	\$615.00
Caroline O'Neill	Paralegal	205.00	3.00	\$615.00
Fuk Chau Hon	Litigation Support Technician	215.00	5.60	\$1,204.00
David Kolpin	Senior Research Librarian	360.00	2.30	\$828.00
Carson Dottin	Senior Designer	295.00	8.90	\$2,625.50
Total Paraprofessionals			397.38	\$119,694.00
Total			5,078.28	\$3,979,394.75

Total Billed Hours for Attorneys**4,680.90**
 Total Billed Hours for Paraprofessionals**397.38**
 Total Billed Hours**5,078.28**
 Total Fees Requested**\$3,979,394.75**
 Blended Rate for All Timekeepers**\$725.35**
 Blended Rate for Attorneys**\$739.29**

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Hearing Date and Time: December 1, 2016 at 10:30 a.m. (ET)
Objection Deadline: November 21, 2016 at 4:00 p.m. (ET)

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and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11
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Gawker Media LLC, *et al.*,¹ : Case No. 16-11700 (SMB)
:
Debtors. : (Jointly Administered)
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**FIRST INTERIM FEE APPLICATION OF ROPES & GRAY LLP,
ATTORNEYS FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE
PERIOD FROM JUNE 10, 2016 THROUGH AND INCLUDING SEPTEMBER 30, 2016**

Ropes & Gray LLP (“Ropes & Gray”), attorneys for Gawker Media LLC (“Gawker Media”), Gawker Media Group, Inc. (“GMGI”), and Gawker Hungary Kft., fka Kinja Kft. (“Gawker Hungary”), as debtors and debtors in possession (collectively, the “Debtors”), in the above-captioned Chapter 11 cases (the “Chapter 11 Cases”), submit this first interim fee application (this “Application”) pursuant to sections 327, 330(a), 331, and 503(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

Procedure (the “Bankruptcy Rules”) and Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “Local Bankruptcy Rules”), General Order M-447 entered by Chief Judge Cecelia G. Morris of the United States Bankruptcy Court for the Southern District of New York on January 29, 2013 (the “Local Guidelines”), and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, adopted on June 11, 2013 (the “UST Guidelines”).

In this Application, Ropes & Gray requests: (a) interim allowance and approval of compensation in the aggregate amount of \$3,981,458.75 for professional services performed and the reimbursement of actual and necessary expenses in the aggregate amount of \$50,031.25 incurred by Ropes & Gray during the period from June 10, 2016 through September 30, 2016 (the “Compensation Period”); and (b) payment of the unpaid portion of such allowed fees and expenses, including amounts held back pursuant to the Interim Compensation Order (as defined herein) in the amount of \$796,291.75 (the “Holdback”), which represents 20% of the fees that have been held back during the Compensation Period. In support of this Application, Ropes & Gray respectfully states as follows:

Jurisdiction

1. The United States Bankruptcy Court for the Southern District of New York (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).
3. The statutory and regulatory predicates for the relief requested herein are sections 327, 330(a), 331, and 503(b) of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1(a).

Preliminary Statement

4. During the Compensation Period, Ropes & Gray represented the Debtors professionally, diligently, and efficiently, advising them on a wide variety of highly complex matters and issues. Ropes & Gray's representation has enabled the Debtors to make very significant progress in the relatively short time since commencing these chapter 11 cases.

5. From the outset of these cases, Ropes & Gray helped maintain the Debtors' business operations by ensuring that the Debtors experienced a relatively smooth transition into chapter 11, while minimizing disruptions and preserving the value of the Debtors' business for an anticipated sale. Ropes & Gray further assisted the Debtors and the Debtors' other advisors in finalizing a stalking horse bid for substantially all of the Debtors' assets, and then commencing and conducting a robust auction process. That auction led to competitive bidding by two interested bidders and yielded \$135 million in proceeds and additional consideration to the Debtors' estates (\$45 million more than the original stalking horse bid).

6. Additionally, Ropes & Gray advised the Debtors in connection with, and participated in, negotiations with the Debtors' primary stakeholders and the Creditors' Committee in the formulation of a preliminary plan of liquidation. Within four months of commencing the cases, and just weeks after consummation of the sale of substantially all of the Debtors' assets, Ropes & Gray finalized and filed a preliminary plan of liquidation and accompanying disclosure statement that addressed numerous complex, interrelated issues relating to allocation of the Debtors' assets and legal disputes with key creditors. That initial plan formed the basis of continued negotiations, which have led to an amended plan of liquidation that resolves disputes with the Creditors' Committee and three of the Debtors' most significant creditors, and places these cases on a path towards potential confirmation by the end of 2016.

7. This progress is all the more impressive in cases that (a) began with well-publicized personal disputes among key constituencies, (b) where it has been announced that the litigation of the lawsuit leading to the largest unsecured claim against Debtors has been financed by a third-party billionaire, and (c) where the founder and former Chief Executive Officer of the Debtors was required to file a personal chapter 11 bankruptcy shortly after the Debtors' cases were filed. Ropes & Gray thus respectfully submits that the compensation and expense reimbursement sought herein for the necessary and beneficial professional services it provided to the Debtors during the Compensation Period is reasonable and appropriate, commensurate with the scale, nature, and complexity of these chapter 11 cases, and therefore, should be allowed.

Compliance with the Guidelines

8. This Application was prepared in accordance with (a) the Local Guidelines, (b) the UST Guidelines, and (c) the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 94] (the "Interim Compensation Order") and, together with the Local Guidelines and the UST Guidelines, collectively, the "Guidelines").

9. Pursuant to and consistent with the relevant requirements of the Guidelines, as applicable, the following exhibits are annexed hereto:

- a. **Exhibit A** contains a certification by the undersigned counsel regarding compliance with the Guidelines;
- b. **Exhibit B** contains a list of Ropes & Gray' project categories, which comply with the categories listed in the Guidelines to the extent possible. Exhibit B also lists the total time billed to, and total compensation requested for, each category;
- c. **Exhibit C** contains a billing summary for the Compensation Period that includes the name of each attorney and paraprofessional for whose work compensation is sought, each attorney's year of bar admission and area of practice concentration, each attorney's and paraprofessional's hourly billing

rate during the Compensation Period, and an indication of the amounts requested for each attorney or paraprofessional as part of the Application;

- d. **Exhibit D** contains a summary of Ropes & Gray' billing practices for the previous fiscal year for non-bankruptcy professionals. Specifically, Exhibit D compares (i) the blended hourly rates for Ropes & Gray' domestic non-bankruptcy attorneys and paraprofessionals who provided legal services over the previous fiscal year, with (ii) the blended hourly rates for Ropes & Gray' attorneys and paraprofessionals who provided services to the Debtors during the Compensation Period;
- e. **Exhibit E** contains budgets sent to the client for work performed from June 10, 2016 through September 30, 2016;²
- f. **Exhibit F** contains staffing plans sent to the client that lists the number of attorneys and paraprofessionals expected to work on each project category for work performed from June 10 through September 30, 2016;
- g. **Exhibit G** contains a summary of Ropes & Gray' total actual and necessary out-of-pocket expenses and disbursements during the Compensation Period. In addition, attached hereto as **Exhibit G-1** is a schedule containing detail of all expenses incurred during the Compensation Period; and
- h. **Exhibit H** contains Ropes & Gray' detailed time and expense records for the Compensation Period prepared and submitted in accordance with the Guidelines.

Disclosure of Compensation and Requested Award

10. By this Application, Ropes & Gray requests an aggregate award on an interim basis for the Compensation Period of \$3,981,458.75 in fees for professional services rendered and \$50,031.25 for reimbursement of actual expenses, for a total request of \$4,031,490.00.

11. During the Compensation Period, after internal review, as a courtesy to the Debtors, Ropes & Gray took voluntary reductions in fees in excess of \$200,000.³

² As set forth above, Ropes & Gray did not provide a separate budget and staffing plan for the period from June 10, 2016 through June 30, 2016. Instead, Ropes & Gray provided the client with a June budget for the debtor in possession financing period and providing the client with best estimates of actual total hours by Matter Category for that period when preparing the July budget and staffing plan and combined that estimate with the July budget and staffing plan.

³ The voluntary reduction in fees does not include the 50% reduction for travel time.

12. During the Compensation Period, after internal review, as a courtesy to the Debtors, Ropes & Gray took voluntary reductions in expenses in excess of \$35,000.

13. During the Compensation Period, Ropes & Gray provided the Notice Parties (as defined in the Interim Compensation Order) with the following monthly fee statements:

- (a) a monthly fee statement, dated August 19, 2016, for the period from June 10, 2016 through July 31, 2016 (the "June/July Fee Statement") seeking fees of \$1,757,179.25 and expenses of \$15,706.50 [Docket No. 207];
- (b) a monthly fee statement, dated September 20, 2016, for the period from August 1, 2016 through August 31, 2016 (the "August Fee Statement") seeking fees of \$1,175,380.00 and expenses of \$22,299.24 [Docket No. 280]; and
- (c) a monthly fee statement, dated October 20, 2016, for the period from September 1, 2016 through September 30, 2016 (the "September Fee Statement," and together with the June/July Fee Statement and the August Fee Statement, the "Fee Statements") seeking fees of \$1,048,899.50 and expenses of \$12,025.51 [Docket No. 368].

14. With respect to each Fee Statement, Ropes & Gray's requested fees were less than the amount set forth in the corresponding budget approved by the client. The number of professionals and paraprofessionals exceeded the staff plan for each of the periods; however, this was due to a number of factors, including, among others: (a) the number of specialists needed for discrete task, (b) the number of bidders involved and the demands of due diligence requested; (c) the expedited timing of certain filings and the nature of expedited discovery in which the Debtors were involved; and (d) resignation of certain professionals from Ropes & Gray. To address potential billing inefficiencies, Ropes & Gray voluntarily reduced fees for professionals and paraprofessionals billing less than two (2) hours to the Chapter 11 Cases.

15. Pursuant to the Interim Compensation Order, Ropes & Gray has received 80% of the fees and 100% of the expenses requested in the June/July Fee Statement and the August Fee Statement. As of the date of this Application, Ropes & Gray has not received, but expects to

receive 80% of the fees and 100% of the expenses requested in the September Fee Statement before any hearing on this Application.

16. The fees sought in the Application reflect an aggregate of 5,005.25 hours expended by Ropes & Gray professionals and paraprofessionals during the Compensation Period rendering necessary and beneficial legal services to the Debtors at a blended average hourly rate of \$725.35 for both attorneys and paraprofessionals (and \$739.29 for attorneys only). Ropes & Gray maintains computerized records of the time expended and expenses incurred in the performance of professional services as required by the Debtors. These records are maintained in the ordinary course of Ropes & Gray's practice.

17. The hourly rates and corresponding rate structure utilized by Ropes & Gray in these Chapter 11 Cases are equivalent to the hourly rates and corresponding rate structure predominantly used by Ropes & Gray for restructuring, workout, bankruptcy, insolvency and comparable matters, and similar complex corporate matters whether in court or otherwise, regardless of whether a fee application is required. The rates and rate structure reflect that Ropes & Gray's matters are typically national in scope and generally involve great complexity, high stakes, and severe time pressures.

18. Ropes & Gray's hourly rates are set at a level designed to compensate Ropes & Gray fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions and are consistent with rates charged by comparable full-service law firms that provide restructuring services.

19. Ropes & Gray regularly reviews its billing statements to ensure that the Debtors are only billed for services that were actual and necessary. Moreover, to ensure compliance with the Guidelines, Ropes & Gray regularly reduces its expenses, particularly expenses related to travel and overtime meals.

Explanation of Monthly Staffing Plans and Budgets for Compensation Period

20. Ropes & Gray provided the client with monthly staffing plans for the period from July 1, 2016 through September 30, 2016 (the “Monthly Staffing Plan Periods”). Because of the exigent circumstances surrounding the filing, Ropes & Gray did not provide the client with a separate staffing plan for June 10, 2016 through June 30, 2016, but instead included the actual staffing for Jun 10, 2016 to June 30, 2016 period with the staffing plan provided to the client for July 2016, which staffing plan is attached hereto as Exhibit F. The number of timekeepers that actually billed time during each of the Monthly Staffing Plan Periods exceeded the number indicated in the Monthly Staffing plan for a number of reasons as set forth in this Application.

21. Ropes & Gray provided the client with separate monthly professional fee budgets for the period from July 1, 2016 through September 30, 2016 by matter category, but because of the exigencies of the filing, Ropes & Gray did not provide a monthly budget by matter category to the client for the period from June 10, 2016 to June 30, 2016, but did provide the client with a monthly budget of fees for that period in the amount of \$500,000. As agreed with the client, this amount and the actual hours were added to the July 2016 budget approved by the client and is set forth in the June 1, 2016 to July 31, 2016 budget attached hereto as Exhibit E-1. For the Compensation Period, Ropes & Gray is not seeking fees that exceed the budgeted amounts by 10% or more and for each budgeted period, Ropes & Gray’s actual fees were less than the budgeted amount approved by the client.

Voluntary Reductions

22. During the Compensation Period, after internal review, as a courtesy to the Debtors, Ropes & Gray took voluntary reductions in fees in excess of \$200,000 and expenses in excess of \$35,000. The Fee Statements reflect these voluntary reductions of fees and expenses.

Background

General Case Background

23. On June 10, 2016 (the “Petition Date”), Gawker Media filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. On June 12, 2016, GMGI and Gawker Hungary each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On June 16, 2016 the Court entered an order authorizing the joint administration and procedural consolidation of the chapter 11 cases pursuant to Bankruptcy Rule 1015(b) [Docket No. 41]. No request for the appointment of a trustee or examiner was made in these chapter 11 cases.

24. On June 24, 2016, the Office of the United States Trustee for the Southern District of New York (the “U.S. Trustee”) formed the official committee of unsecured creditors (the “Creditors’ Committee”) pursuant to section 1102 of the Bankruptcy Code [Docket No. 62].

25. On September 9, 2016, the Debtors consummated the sale of substantially all of their assets for consideration in an amount in excess of \$135 million. As a result of the sale, the Debtors presently have over \$100 million in unencumbered cash on deposit in their bank accounts and have timely paid all administrative expenses.

26. On November 3, 2016, the Court approved the disclosure statement for the Debtors’ amended plan of reorganization (the “Plan”), and the Debtors are presently soliciting acceptances and rejections with respect to the Plan.

Retention and Disinterestedness of Ropes & Gray

27. On June 20, 2016 the Debtors filed the Debtors' *Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date* (the "Retention Application") [Docket No. 57].

28. On July 14, 2016, the Court entered the Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date [Docket No. 101]. The Retention Order authorizes the Debtors to compensate and reimburse Ropes & Gray in accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules. Pursuant to the Retention Order, Ropes & Gray is authorized to be compensated on an hourly basis for professional services rendered to the Debtors and reimbursed for actual and necessary expenses incurred by Ropes & Gray in connection therewith.

29. As disclosed in the Retention Application, to the best of the Debtors' knowledge and as disclosed in the *Declaration of Gregg M. Galardi in Support of the Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date* [Docket No. 78] and as subsequently supplemented⁴ (the "Galardi Retention Declarations"):

⁴ See *Supplemental Declaration of Gregg M. Galardi in Support of Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date*, filed on July 6, 2016 [Docket No. 78]; *Second Supplemental Declaration of Gregg M. Galardi in Support of Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date*, filed on July 25, 2016 [Docket No. 125]; and *Third Supplemental Declaration of Gregg M. Galardi in Support of Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date*, filed on August 19, 2016 [Docket No. 208].

- (a) Ropes & Gray is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors’ estates, and
- (b) Ropes & Gray has no connection to the Debtors, their creditors, or other parties-in-interest, except as disclosed in the Ropes & Gray Declaration.

30. Ropes & Gray may have in the past represented, may currently represent, and likely in the future will represent parties-in-interest in connection with matters unrelated to the Debtors in these chapter 11 cases. In the Ropes & Gray Declaration, Ropes & Gray disclosed its connections to parties-in- interest that it has been able to ascertain using its reasonable efforts. Ropes & Gray will update the Ropes & Gray Declaration, as appropriate, if Ropes & Gray becomes aware of relevant and material new information.

31. Ropes & Gray performed the services for which it is seeking compensation on behalf of the Debtors and their estates, and not on behalf of any committee, creditor, or other entity.

32. Pursuant to Bankruptcy Rule 2016(b), Ropes & Gray has not shared, nor has Ropes & Gray agreed to share, (a) any compensation it has received or may receive with another party or person other than with the partners, counsel, and associates of Ropes & Gray, or (b) any compensation another person or party has received or may receive.

Fees and Expenses Incurred During the Compensation Period

33. To provide a meaningful summary of services rendered on behalf of the Debtors, Ropes & Gray has established, in accordance with the Guidelines and its internal billing procedures, the following matter numbers in connection with these Chapter 11 Cases that are applicable to this Application:

Matter Number	Matter Description
2	Reporting (MOR/SEC)
4	Litigation
5	Tax Matters
6	Asset/Lien & Recovery Analysis
8	R&G Retention & Fee Applications
11	Investigations
12	Sales
13	Claims
14	Travel
15	Debtor-In-Possession/Cash Collateral
16	Other Retention & Fee Applications
17	Executory Contracts/Leases
18	Plan and Disclosure Statement
19	Hearings
20	Administration
21	Business Operations/Strategic Planning
22	Committee Matters/Meetings
23	Creditor & Shareholder Inquiries
24	Corporate Matters
25	Employee Benefits Issues
26	Relief from Stay & Adequate Protection

34. The following is a summary, by matter, of the most significant professional services rendered by Ropes & Gray in connection with its role as counsel to the Debtors during the Compensation Period. This summary is organized in accordance with Ropes & Gray' internal system of matter numbers. The detailed descriptions set forth herein demonstrate that Ropes & Gray performed reasonable and necessary services for the Debtors in these Chapter 11 Cases.

A. Reporting (MOR/SEC) [Matter No. 2]

Total Fees: \$50,837.50

Total Hours: 56.70

35. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals during the Compensation Period relating to preparation of the Debtors' (i) Schedules of Assets and Liabilities (the "Schedules") and Statements of Financial Affairs (the "SOFAS" and together with the Schedules, the "Schedules and SOFAS") and (ii) monthly operating reports (the "MORs"), as well as (iii) preparation for and, on July 28, 2016, attendance at the Debtors' meeting with unsecured creditors pursuant to Bankruptcy Code section 341.

36. Specifically, with respect to the Schedules and SOFAs, Ropes & Gray attorneys and paraprofessionals spent time:

- (a) Drafting the global notes to the Schedules and SOFAs, and revising such notes based on comments and guidance from Opportune LLP (as Chief Restructuring Officer to the Debtors, and provider of certain additional personnel, "Opportune") and the United States Trustee;
- (b) Assisting Opportune in preparation of Schedules and SOFAs and correspondence with Opportune and Prime Clerk to address legal issues in connection with the preparation of the Schedules and SOFAs;
- (c) Performing a detailed review of Schedules and SOFAs for filing;
- (d) On July 20 and 21, 2016, filing the Schedules and SOFAs for each of the Debtors [Docket Nos. 116-121]; and
- (e) On August 10, 2016, filing Amended Schedules and SOFAs for each of the Debtors [Docket Nos. 163-165].

37. Specifically, with respect to the MORs, Ropes & Gray attorneys and paraprofessionals spent time:

- (a) Assisting Opportune in preparing MORs for each of the periods from (i) June 10, 2016 to June 30, 2016, (ii) July 1 to July 31, 2016, and (iii) August 1 to August 31, 2016;
- (b) Reviewing draft MORs for such periods prepared by Opportune;

- (c) Having teleconferences with the United States Trustee regarding the form and content of the MORs; and
- (d) Filing the MORs for each of the periods from (i) June 10, 2016 to June 30, 2016 [Docket No. 152], (i) July 1 to July 31, 2016 [Docket No. 247].

B. Litigation [Matter No. 4]

Total Fees: \$995,812.50
Total Hours: 1,361.00

38. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals during the Compensation Period (i) litigating the Debtors' *Motion for (i) Preliminary Injunction and/or (ii) Extension of the Automatic Stay*, filed on June 19, 2016 [Docket No. 5] (the "Preliminary Injunction Motion"), (ii) commencing research and review of potential Debtor claims and causes of action, (iii) holding discussions with the Creditors' Committee regarding their request for discovery from the Debtors in connection with purported Debtor causes of action and coordinating discovery for the Creditors' Committee with respect thereto, (iv) commencing research for, and preparing of, the *Motion of the Debtors for Leave Pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure to Conduct Discovery Concerning Potential Plan Issues and Potential Causes of Action, and to Establish Discovery Response and Dispute Procedures* [Docket No. 341] (the "Debtors' 2004 Motion") and the supporting declaration [Docket No. 344], and (v) reviewing the Debtors' substantive pending non-bankruptcy litigation proceedings and coordinating with special counsel, as necessary to assure coordination with the Debtors' chapter 11 cases.

i. Preliminary Injunction Motion

39. With respect to the Preliminary Injunction Motion, Ropes & Gray attorneys and paraprofessionals spent time:

- (a) Reviewing defendant Terry G. Bollea's memorandum of law in opposition to the Preliminary Injunction Motion [Docket No. 31; Adv. Proc. No. 16-

- 1085], and drafting and filing a reply memorandum of law in support of the Preliminary Injunction Motion [Docket No. 36; Adv. Proc. No. 16- 1085] and the supporting declaration of Michael S. Winograd [Docket No. 37; Adv. Proc. No. 16- 1085];
- (b) Holding discussions with counsel to Terry G. Bollea seeking to resolve dispute consensually;
 - (c) Reviewing the *Motion to Dismiss the Complaint, or Alternatively, for Mandatory or Permissive Abstention*, filed by defendant Meanith Huon on July 13, 2016, [Docket No. 42; Adv. Proc. No. 16- 1085] (the “Huon Motion to Dismiss”);
 - (d) Preparing four witnesses for depositions and oral testimony;
 - (e) Coordinating with the Debtors’ special counsel in underlying Florida state court litigation regarding prosecution of Preliminary Injunction Motion
 - (f) Appearing at the hearing on June 15, 2016 and obtaining a temporary restraining order with respect to the relief requested in the Preliminary Injunction Motion, appearing at a discovery conference on June 30, 2016 regarding the discovery for the contested Preliminary Injunction Motion adversary proceeding, and appearing and prosecuting the Preliminary Injunction Motion at the evidentiary hearing on July 19, 2016.

40. Although the Court denied the relief requested in the Preliminary Injunction Motion with respect to the Bollea litigation on July 25, 2016, [Docket No. 42; Adv. Proc. No. 16-1085], it was only after the Debtors were successful in obtaining consensual relief with respect to a number of the defendant parties to the Preliminary Injunction Motion and such opposing parties agreed to the critical concession to take no action in Mr. Denton’s potential chapter 11 bankruptcy case for 60 days. The breathing spell extended beyond the anticipated closing of the potential sale of substantially all of the Debtors’ assets, and proved critical in facilitating the successful Unimoda Sale (defined below), discussed below.

41. With respect to the Huon Motion to Dismiss, the Debtors were successful in obtaining an Order modifying the automatic stay with respect to Huon v. Denton, et al., No. 15-3049 (7th Cir.) for the sole purposes of permitting the Seventh Circuit Court of Appeals to render

a decision and enter any order in connection with that decision [Docket No. 67; Adv. Proc. No. 16-1085], which could facilitate resolution of disputed claims filed in the Debtors' bankruptcy cases.

ii. *Review of Debtor Causes of Action*

42. Ropes & Gray commenced a review of potential claims and causes of actions among the Debtor entities and their respective directors, officers, and employees, as well as claims and causes of action of the Debtors against unaffiliated third parties. Ropes & Gray began to review various documents and conducted diligence and research regarding the viability and strength of these potential claims.

43. The Creditors' Committee also commenced an investigation of potential Debtor claims and causes of action, and made informal and formal requests on the Debtors for extensive discovery. Ropes & Gray assisted in preparing responses to the Creditors' Committee's requests and prepared a data room of production materials that, as of October 20, 2016, included over 27,500 pages of documents for advisors to the Creditors' Committee to review.

iii. *The Debtors' 2004 Motion*

44. On October 11, 2016, the Debtors' filed the Debtors' 2004 Motion, seeking, among other things to obtain a "Rule 2004 Examination" in order to investigate the relationship between certain unsecured creditors and Peter Thiel. During the Compensation Period, Ropes & Gray conducted diligence and research regarding potential claims and causes of action that were subject to the Debtors' Rule 2004 Motion and prepared a preliminary draft of such Motion. As part of a settlement resolving the claims of certain unsecured creditors, the Debtors have extended the objection deadline to the Debtors' Rule 2004 Motion to November 8, 2016, and adjourned the hearing with respect thereto to December 29, 2016.

iv. Coordination with Debtors' Special Counsel

45. During the course of the chapter 11 cases, the Debtors have continued to prosecute their appeal of the Florida state court's decision in *Bollea v. Gawker Media, LLC, et al.*, No. 12012447-CI-011 (Fla. 6th Jud. Cir. Pinellas Cty.) awarding Terry G. Bollea \$130 million in damages against Gawker Media. The Debtors are also defending a pending Massachusetts District Court proceeding in a suit for libel, intentional interference with prospective economic advantage, intentional infliction of emotional distress, and negligent hiring and retention, filed by Shiva Ayyadurai. Case No. 16-CV-10853 (D. Mass.). The Plaintiff is seeking at least \$35 million in damages and Gawker Media filed a motion to dismiss on October 10, 2016.

46. While Ropes & Gray is not acting as the Debtors' primary counsel in these non-bankruptcy proceedings, Ropes & Gray has spent time during the Compensation Period coordinating with the special litigation counsel acting as the Debtors' primary counsel in these proceedings ("Special Litigation Counsel") to ensure that the Debtors pursue a consistent strategy and to facilitate global negotiations to resolve litigation creditors' claims. In this process, Ropes & Gray and the Debtors' Special Litigation Counsel have sought to avoid duplication of work.

47. Although Ropes & Gray maintains that all of the time spent on this matter category was reasonable and necessary and benefitted the Debtors' early efforts to sell substantially all of their assets and formulate a plan of liquidation, Ropes & Gray has voluntarily reduced the fees requested for this matter category by over \$115,000 and wrote-off expenses in excess of \$16,000.

C. Tax Matters [Matter No. 5]

Total Fees: \$41,497.50

Total Hours: 36.3

48. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals during the Compensation Period regarding tax structuring issues relating to the sale of the Debtors' assets and the preparation of the Debtors' initial and amended proposed plans of liquidation. GMGI is a Cayman Island corporation, Gawker Media is a Delaware limited liability company, and Gawker Hungary is a Hungarian corporation. As a result, the sale of the Debtors' assets and formulation of a joint plan of liquidation required analysis of intersecting tax laws of these three jurisdictions in order to comply with applicable laws and regulations, while maximizing tax benefits available to the Debtors' estates. Specifically, Ropes & Gray tax specialist attorneys analyzed tax laws and regulations applicable to the Debtors' sale of substantially all of their assets and formulation of the initial and amended plans of liquidation, and corresponded and held conference calls with Ropes & Gray's corporate and restructuring specialist attorneys and Oppertune to assist in structuring of the Debtors' asset sale, initial proposed plan of liquidation and amended proposed plan of liquidation.

D. Asset/Lien & Recovery Analysis [Matter No. 6]

Total Fees: \$142.50

Total Hours: 0.5

49. This Matter Category includes time spent by a Ropes & Gray paralegal preparing a summary chart for the Creditors' Committee regarding anticipated claim recoveries.

E. R&G Retention & Fee Applications [Matter No. 8]

Total Fees: \$117,449.50

Total Hours: 184.40

50. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals relating to:

- (a) preparing pleadings and a comprehensive conflicts analysis;
- (b) implementing and following internally-established procedures, which require the continuous analysis of potential new conflicts;
- (c) preparing and filing the Retention Application;
- (d) engaging with the U.S. Trustee regarding the U.S. Trustee's informal comments to the Retention Application;
- (e) reviewing and revising invoices regarding privilege and compliance with applicable guidelines and rules;
- (f) drafting and filing a proposed order authorizing Ropes & Gray's retention, which order was entered by the Court on July 14, 2016 [Docket No. 101];
- (g) drafting and filing the Supplemental Retention Declarations; and
- (h) drafting and serving the Monthly Fee Statements.

51. As set forth in Exhibit A, Ropes & Gray estimates that approximately 50% of the total hours (90 hours) and approximately 50% of the total fees (\$59,000) were spent preparing invoices, including substantial time spent revising and redacting time entries to ensure the preservation of privilege and work product and maintain the confidential information regarding the sale process and the Debtors' business operations.

F. Investigations [Matter No. 11]

Total Fees: \$1,353.00

Total Hours: 1.10

52. This Matter Category includes time spent by one Ropes & Gray attorney during the Compensation Period analyzing intercompany and allocation issues and related documents.

Subsequent time spent on such matters by Ropes & Gray attorneys and paraprofessionals is included in the Matter Number 18 “Plan and Disclosure Statement,” discussed in more detail in paragraphs 68-73 below.

G. Sales [Matter No. 12]

Total Fees: \$816,585.50

Total Hours: 966.80

53. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals relating to the Debtors’ sale of substantially all of their assets, excluding certain assets relating to the “gawker.com” website, to UniModa, LLC (the “Unimoda Sale”).

Specifically, Ropes & Gray attorneys and paraprofessionals spent time:

- (a) Negotiating and finalizing details of the stalking horse asset purchase agreement and related ancillary agreements (collectively, the “Stalking Horse Agreement”) and *Debtors’ Motion for (I) an Order (A) Authorizing and Approving Bidding Procedures, Breakup Fee and Expense Reimbursement, (B) Authorizing and Approving the Debtors’ Entry Into and Assumption of the Stalking Horse Asset Purchase Agreement, (C) Approving Notice Procedures, (D) Scheduling A Sale Hearing and (E) Approving Procedures for Assumption and Assignment of Certain Contracts and Leases and Determining Cure Amounts and (II) an Order (A) Authorizing the Sale of Substantially All of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests and Encumbrances, (B) Approving the Asset Purchase Agreement and (C) Authorizing the Debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases*, filed on June 13, 2016 [Docket No. 21] (the “Auction Procedures Motion”);
- (b) Reviewing the *Limited Objection of Terry G. Bollea to Debtors’ Motion for (I) An Order (A) Authorizing and Approving Bidding Procedures, Breakup Fee and Expense Reimbursement, (B) Authorizing and Approving the Debtors’ Entry into and Assumption of the Stalking Horse Asset Purchase Agreement, (C) Approving Notice Procedures, (D) Scheduling a Sale Hearing and (E) Approving Procedures for Assumption and Assignment of Certain Contracts and Leases and Determining Cure Amounts and (II) An Order (A) Authorizing the Sale of Substantially All of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests and Encumbrances, (B) Approving the Asset Purchase Agreement and (C) Authorizing the Debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases* [Docket No. 51] (the “Bollea Auction Procedures Limited”);

Objection”), and research and preparation of the Debtors’ reply to the Bollea Auction Procedures Limited Objection [Docket No. 63].

- (c) Holding discussions with counsel to Terry G. Bollea and the Creditors’ Committee that led to consensual resolution of the Bollea Auction Procedures Limited Objection and certain issues raises informally by the Creditors’ Committee, and revising the proposed auction procedures to reflect those resolutions;
- (d) Obtaining an order of the Court approving the Auction Procedures Motion, filed on July 8, 2016 [Docket No. 82];
- (e) Soliciting additional bids on the Debtors’ assets, including negotiations with four potential bidders and their counsel;
- (f) Conducting an auction attended by two “Qualified Bidders,” in which the purchase price for the Debtors’ assets increased from the \$95 million Stalking Horse Agreement bid to a final bid of \$135 million, plus additional consideration;
- (g) Negotiating modifications to Asset Purchase Agreement to reflect the “Successful Bid” for the Unimoda Sale; and
- (h) Negotiating additional agreements and closing of transactions to consummate the Unimoda Sale.

54. As noted above, as a result of these efforts, the Debtors received substantially greater value for their assets, approximately \$45 million in excess of the stalking horse bid, and retained the potentially valuable assets relating to *Gawker.com*.

H. Claims [Matter No. 13]

Total Fees: \$98,820.50
Total Hours: 143.00

55. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals providing services related to the administration and resolution of claims against the Debtors’ estates. Specifically, the attorneys and paraprofessionals spent time on, among other things: (a) analyzing and researching issues related to the bar date and notice thereof; (b) drafting and revising pleadings regarding the bar date and notice thereof; and (c)

coordinating with Prime Clerk and other parties regarding, among other issues, the publication notice and timing issues.

I. Travel [Matter No. 14]

Total Fees: \$7,477.25
Total Hours: 18.80

56. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals related to travel in connection with hearings at the Bankruptcy Court for the Southern District of New York and meetings with the Debtors' management. Non-work travel time was billed at 50% of the professional's or paraprofessional's billing rate. Also, as an accommodating to the client, Ropes & Gray voluntarily reduced fees and expenses by approximately \$10,000 relating to fees and expenses incurred by out of town professionals and paraprofessionals staffed to these Chapter 11 Cases.

J. Debtor-in-Possession/Cash Collateral [Matter No. 15]

Total Fees: \$252,397.00
Total Hours: 309.3

57. This Matter Category includes time spent by Ropes & Gray attorneys in connection with obtaining approval for the Debtors' \$22 million debtor in possession financing (the "DIP Loan") and use of cash collateral, including:

- (a) Finalizing the DIP Loan and related documentation and finalizing and filing *Debtors' Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, AND 364 and Rules 2002, 4001, and 9014 of the Federal Rules of Bankruptcy Procedure (I) Authorizing Incurrence by the Debtors of Postpetition Secured Indebtedness, (II) Granting Liens, (III) Authorizing Use of Cash Collateral by the Debtors and Providing for Adequate Protection, (IV) Modifying the Automatic Stay, and (V) Scheduling a Final Hearing* [Dkt. No. 19] (the "DIP Motion");
- (b) Preparing and appearing for the Debtors at Hearing on June 16, 2016 with respect to the DIP Motion, and obtaining entry by the Court of order approving the DIP Motion and borrowing of up to \$14 million under the DIP Loan on an interim basis [Docket No. 38];

- (c) Continued negotiation with lender under the DIP Loan (the “DIP Loan Lender”) and parties in interest regarding terms of DIP Loan, and draft and file revised proposed final order approving DIP Motion on July 5, 2016 [Docket No. 74];
- (d) Preparing and revising DIP Loan financing documentation, including negotiations and discussions with counsel to the DIP Loan Lender; and
- (e) Preparing and appearing for the Debtors at Hearing on July 7, 2016 with respect to the DIP Motion and obtaining entry by the Court of order approving the DIP Motion on a final basis [Docket No. 81].

58. Negotiating the DIP Loan documentation in these chapter 11 cases required Ropes & Gray attorneys and counsel to the DIP Loan Lender to address complex legal issues relating to liens on assets, including valuable internet domain names and intellectual property, held across three different jurisdictions: Hungary, the Cayman Islands, and the United States.

59. The Debtors’ prepetition capital structure posed additional legal challenges that the Debtors and Ropes & Gray had to overcome to obtain approval of the DIP Loan and use of cash collateral on a consensual basis. As of the Petition Date, Gawker Media had outstanding obligations owing to Silicon Valley Bank (the “Prepetition First Lien Lender”) of approximately (i) \$6,222,222, plus accrued and fees interest under a first lien credit agreement and (ii) \$5,302,066 on a first lien letter of credit, guaranteed by GMGI and Gawker Hungary and secured on a first priority basis by liens on substantially all assets of the Debtors (collectively, the “First Lien Facility”). The Prepetition First Lien Lender steadfastly refused to agree to consent to a lien that was senior or equal in priority to the liens securing the obligations under the First Lien Facility, and the Debtors had not been able to obtain DIP financing on a junior basis. While the Debtors believe that they could have sought and obtained the use of the Prepetition First Lien Lender’s cash collateral on a non-consensual basis, such a process could have been costly, time-consuming, and possibly value damaging to the Debtors’ estates, so the Debtors and Ropes & Gray negotiated with the DIP Lender and Prepetition First Lien Lender to structure the DIP Loan

to allow for a payoff off the First Lien Facility from proceeds of the DIP Loan in order to avoid that expensive and value-destructive litigation.

60. As of the Petition Date, GMGI also had outstanding obligations owing to US VC Partners LP (“Second Lien Lender”) of approximately \$15 million plus accrued interest, guaranteed by Gawker Media and Gawker Hungary and secured on a second priority basis by liens on substantially all assets of the Debtors (the “Second Lien Facility”). The credit agreement for the Second Lien Facility also contemplated a 25%, or \$3.75 million, “make-whole” payment, payable in certain circumstances (the “Second Lien Make-Whole”). In order to obtain approval of the DIP Loan, the Debtors were required to provide the Prepetition Second Lien Lender with adequate protection for any diminution in value of its interests in prepetition collateral resulting from the Debtors’ use of cash collateral and the priming effected by the DIP Loan. This required Ropes & Gray attorneys to analyze the Second Lien Facility obligations, including alleged Second Lien Make-Whole potentially due thereunder, and negotiate a package of replacement liens satisfactory to the Second Lien Lender to avert potential objections to the DIP Motion.

61. Finally, in connection with consummation of the Unimoda Sale, Ropes & Gray attorneys and paraprofessionals reviewed the DIP Loan and Second Lien Facility to determine the Debtors’ resulting payoff obligations. This required more detailed analysis of the alleged Second Lien Make-Whole, and negotiation of a consensual payoff letter with the DIP Loan Lender and Second Lien Lender, that provided for the Second Lien Make-Whole to remain outstanding, subject to resolution of related disputes by the Court.

K. Other Retention & Fee Applications [Matter No. 16]

Total Fees: \$281,130.00

Total Hours: 381.40

62. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals providing services related to ensuring the retention of the Debtors' other professionals in these chapter 11 cases. Specifically, the attorneys and paraprofessionals spent time:

- (a) reviewing the engagement letters of the Debtors' other professionals;
- (b) preparing retention applications for such professionals, including:
 - (i) Prime Clerk, as noticing and claims agent and for the Debtors [Docket No. 25], which application was approved by the Court on July 14, 2015 [Docket No. 100];
 - (ii) Prime Clerk, as administrative agent for the Debtors [Docket No. 26], which application was approved by the Court on July 14, 2016 [Docket No. 99];
 - (ii) Opportune LLP, to designate William D. Holden as chief restructuring officer for the Debtors [Docket No. 55], which application was approved by the Court on July 14, 2016 [Docket No. 98]; and
 - (iii) Houlihan Lokey ("Houlihan"), as investment banker for the Debtors [Docket No. 58], which application was approved by the Court on July 14, 2016 [Docket No. 97];
 - (iv) Citrin Cooperman LLP as independent auditor and accounting services provider to the Debtors, which application was approved by the Court on July 16, 2016 [Docket No. 268]; and
 - (v) Cahill, Gordon & Reindel LLP, as special litigation counsel which application was approved by the Court on August 11, 2016 [Docket No. 169];
- (c) preparing and filing a motion to retain ordinary course professionals, which order was entered on July 13, 2016 [Docket No. 86];
- (d) coordinating with the Debtors and ordinary course professionals with respect to ordinary course professional retentions and complying with the

related disclosure requirements of applicable provisions of the Bankruptcy Code;

- (e) reviewing retention applications for special counsel (the “327(e) Counsels”) to represent the Debtors in various non-bankruptcy lawsuits (the “327(e) Counsel Applications”), including:
 - (i) Brannock & Humphries, which application was approved by the Court on September 23, 2016 [Docket No. 287]
 - (ii) Levine Sullivan Koch & Schulz, LLP, which application was approved by the Court on September 23, 2016 [Docket No. 288]; and
 - (iii) Thomas & LoCicero a, which application was approved by the Court on September 23, 2016 [Docket No. 289].
- (f) reviewing the retention application of Akin Gump Strauss Hauer & Feld LLP as special counsel to the Special Committee of the Board of GMGI, which remains pending (the “Akin Gump Retention Application”) [Docket No. 239].

63. Ropes & Gray attorneys had to spend additional time on retentions of the Debtors’ other professionals in these cases due to (i) the number of other professionals that needed to be retained, (ii) the complexity of retentions of various Special Litigation Counsel Applications where the special litigation counsel also represent non-debtor defendants in the subject litigation in other state and federal courts, (iii) a limited objection by the Creditors’ Committee to the 327(e) Counsel Applications (the “Creditors’ Committee 327(e) Counsel Objection”), and (iv) an objection by the Creditors’ Committee to the Akin Gump Retention Application [Docket No. 260] (the “Creditors’ Committee Akin Gump Objection”).

64. With respect to the 327(e) Counsel Applications, Ropes & Gray filed a response to the Creditors’ Committee 327(e) Counsel Objection [Docket No. 187], and also held discussions with the Creditors’ Committee and the 327(e) Counsels that consensually resolved the Creditors’ Committee 327(e) Counsel Objection. The parties are also negotiating to try to

consensually resolve the Akin Gump Objection, and the hearing on the Akin Gump Retention Application has been adjourned to November 15, 2016 to facilitate those negotiations.

L. Executory Contracts/Leases [Matter No. 17]

Total Fees: \$158,321.25
Total Hours: 235.35

65. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals providing services related to reviewing and analyzing the Debtors' executory contracts and leases, including:

- (a) Analyzing critical vendor agreements and related legal issues; and
- (b) Conducting a comprehensive general review and analysis of Debtor executory contracts in connection with negotiation of the Stalking Horse Agreement and the Unimoda Sale.

66. Two significant unexpired leases of non-residential real property required addition attention in connection with the Stalking Horse Agreement and the Unimoda Sale. First, Ropes & Gray conducted a detailed analysis of the Debtors' leases with 114 Fifth Owner LP (the "Fifth Avenue Landlord") with respect to the premises serving as the Debtors' headquarters at 114 Fifth Avenue, New York, New York (the "Fifth Avenue Lease"). The Fifth Avenue Landlord filed a limited objection and reservation of rights of the Fifth Avenue Lease to the Auction Procedures Order [Docket No. 175] (the "Fifth Avenue Limited Objection"), which Ropes & Gray reviewed in conjunction with the auction process. As a result of negotiations at the auction, the Unimoda Sale provided for the purchaser to assume the Fifth Avenue Lease, and Ropes & Gray was able to thereby consensually resolve all issues of the Fifth Avenue Landlord, while generating additional value for the Debtors' estates by avoiding potential rejection damages with respect to the Fifth Avenue Lease.

67. Second, Ropes & Gray conducted a detailed analysis of the Debtors' three unexpired leases (the "Elizabeth Street Leases") and two subleases with respect to the premises at 208-210 Elizabeth Street, New York, New York (the "Elizabeth Street Premises"), and held calls with, and sent correspondence to, counsel to the landlord with respect to the Elizabeth Street Leases, counsel to one of the Debtors' two subtenants at the Elizabeth Street Premises, a real estate broker for the subtenants, the Debtors' management, and Unimoda, regarding potential disposition of the Elizabeth Street Lease. The parties are continuing to pursue a consensual resolution with respect to the Elizabeth Street Leases that is in the best interest of the Debtors, their estates, the Debtors' creditors and other parties in interest, so, on September 21, 2016, Ropes & Gray drafted and filed the *Debtors' Motion to Extend Time Debtors' Motion for Entry of an Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property Pursuant to 11 U.S.C. § 365(d)(4)*, seeking to extend to December 7, 2016 the deadline by which the Debtors may assume or reject the Elizabeth Street Leases, in order to allow the parties time to continue negotiations [Docket No. 284] (the "Elizabeth Street Deadline Extension Motion"). On October 6, 2016, the Court approved the Elizabeth Street Deadline Extension Motion [Docket No. 328].

M. Plan and Disclosure Statement [Matter No. 18]

Total Fees: \$404,685.50
Total Hours: 458.80

68. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals related to developing the joint plan of liquidation in connection with these chapter 11 cases (the "Initial Plan") and accompanying disclosure statement [Docket No. 308] (the "Initial Disclosure Statement") and a motion seeking Court approval of, among other things,

the adequacy of such disclosure statement [Docket No. 309], both of which were filed on September 30, 2016.

69. The Initial Plan in these cases was complicated by a number of issues unique to these chapter 11 cases. The primary set of issues related to allocation of sale proceeds and expenses, resolution of various intercompany claims, and the treatment of disputed creditor claims asserted in amounts far in excess of the Debtors' assets. The second and more discrete issue related to whether the make-whole claims asserted by the Debtors' second lien lender (the "Second Lien Make-Whole Claims") are enforceable, and if so, in what amount.

70. The primary group of interrelated issues falls into three further sub-categories. The first sub-category consists of allocation of assets and expenses across the three Debtors' three estates, including (i) allocation of the purchase price obtained for the Debtors' assets in connection with the Unimoda Sale, (ii) the allocation of the DIP Loan debt and repayment thereof, (iii) the allocation of the Debtors' second lien term loan obligations between Debtor guarantors, (iv) the allocation of administrative expenses, including professional fees paid or incurred prior to the closing of the Unimoda Sale, (v) the allocation of administrative expenses, including professional fees, incurred subsequent to that closing through the proposed plan effective date, and (vi) the allocation of reserves for post-effective-date expenses. The second sub-category consists of resolution of inter-Debtor claims, including (a) resolution of amounts of outstanding intercompany debts, (b) potential claims and causes of action of Gawker Media against GMGI and its directors and officers, and (c) contentions that there should be substantive consolidation of the Debtors' estates, veil piercing, *alter ego* or other similar claims. The third sub-category consists of resolving or preserving for appeal the most significant disputed claim asserted against the Debtors' estates, arising from the Florida State Court judgment in favor of

Terry G. Bollea. The secondary issue addressed by the Initial Plan was a proposed settlement of the Second Lien Make-Whole Claims.

71. Specifically, in preparing the Initial Plan and Disclosure Statement, the attorneys and paraprofessionals spent time:

- (a) Researching and reviewing precedent plans of liquidation regarding the plan of liquidation strategies and components described above;
- (b) Holding discussions with Oppertune and other stakeholders regarding proposed plan of liquidation terms and structure; and
- (c) Preparing plan term sheets and exhibits for discussion and negotiation with key stakeholders.

72. The Initial Plan and Initial Disclosure Statement formed the basis of negotiations among the Debtors and key stakeholder following the Compensation Period, which ultimately led to the amended joint plan of liquidation (the “Amended Plan”) and accompanying disclosure statement, filed on November 2, 2016 [Docket No. 403]. The Amended Plan derived many key components from the Initial Plan, and it resolved additional disputes with the Creditors’ Committee and three of the Debtors’ key creditors. The expeditious filing of the Initial Plan and Disclosure Statement were instrumental in facilitating these negotiations and allowing the Debtors to pursue a solicitation schedule that could potentially allow for plan confirmation (subject voting of holders of claims and equity interests and Court approval) and initial plan distributions before the end of 2016.

73. Additionally, Ropes & Gray attorneys and paraprofessionals spent time during the Compensation Period drafting, negotiating, and revising the Debtors’ *Motion to Extend Exclusivity Period for Filing a Chapter 11 Plan and Disclosure Statement Debtors’ Motion for Entry of an Order Extending Exclusive Periods to File Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121(d) of the Bankruptcy Code*, filed on September 20, 2016

[Docket No. 277] (the “Exclusivity Motion”), which was approved by the Court on October 6, 2016 [Docket No. 329].

N. Hearings [Matter No. 19]

Total Fees: \$92,979.50
Total Hours: 103.20

74. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals providing services related to preparing for and attending five hearings during the Compensation Period, held on June 15, 2016, July 7, 2016, August 9, 2016, August 18, 2016, and September 13, 2016 (each, a “Hearing” and, collectively, the “Hearings”), including preparing agendas, orders, and binders related to the Hearings, settling orders before and after the Hearings, and corresponding with various parties and the Court’s chambers in preparation for and after the Hearings. These services also included conferences to discuss multiple matters scheduled for a specific Hearing and coordinating Hearing logistics among the various parties.

O. Administration [Matter No. 20]

Total Fees: \$204,914.75
Total Hours: 321.65

75. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals related to the administrative efforts to effectively participate in these bankruptcy cases. Specifically, this Matter Category includes time spent on a variety of tasks that were necessary to ensure the efficient and smooth administration of legal services related to the Debtors’ chapter 11 cases. In that regard, much of the fees sought for this Matter Category reflect the considerable time spent by paraprofessionals and staff expended not only on preparing materials for all hearings, but also the preparation and filing of the Monthly Fee Statements, all pleadings and Motions and the Debtors’ Schedules and Statements. In addition, the time for which compensation is sought includes time spent by attorneys and paraprofessionals

coordinating, managing, and administering these chapter 11 cases on a daily basis, including monitoring critical dates and maintaining a case calendar, task lists, and work-in-progress reports.

P. Business Operations/Strategic Planning [Matter No. 21]

Total Fees: \$216,570.50

Total Hours: 225.80

76. This Matter Category includes time spent by Ropes & Gray attorneys advising the Debtors' management team on process and strategies to ensure the operation of the Debtors' business with minimal disruption while complying with all provisions of the Bankruptcy Code and the first- and second-day orders entered by the Court. Specifically, the attorneys and paraprofessionals spent time:

- (a) strategizing with management and the Debtors' other advisors regarding processes to stabilize the business and ensure uninterrupted operations;
- (b) addressing issues related to the Debtors' relationships with certain vendors, landlords, and contract counterparties;
- (c) assisting the Debtors with their compliance with chapter 11 operating and reporting requirements; and
- (d) assisting the Debtors with strategizing, formulating, and effectuating a new business plan.

77. Additionally, Ropes & Gray also participated in numerous board meetings and special committee meetings regarding the auction for the Debtors' assets and consideration of competing bidders and bids, issues relating to inter-Debtor allocations, potential inter-Debtor and third party causes of action, and preparation and negotiations relating to the Initial Plan and Initial Disclosure Statement.

Q. Committee Matters/Meetings [Matter No. 22]

Total Fees: \$91,871.50
Total Hours: 93.20

78. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals providing services related to assisting the Committee with their inquiries concerning the Debtor as well as coordinating with the Committee to ensure that received adequate notice and information regarding these bankruptcy cases. Time was spent:

- (a) Negotiating confidentiality agreements and providing confidential materials for review by the Creditors' Committee's professionals and identifying those materials that may be reviewed by the Creditors' Committee;
- (b) Preparing for and attending meetings with the Creditors' Committee and its advisors; and
- (c) Discussing and negotiating the relief requested by the Debtors in various pleadings with the Creditors' Committee and its advisors.

R. Creditor & Shareholder Inquiries [Matter No. 23]

Total Fees: \$3,422.00
Total Hours: 4.20

79. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals responding to inquiries from creditors, shareholders, and other parties-in-interest regarding the status of the Debtors' cases and the payment or treatment of contracts and potential claims.

S. Corporate Matters [Matter No. 24]

Total Fees: \$64,937.50
Total Hours: 86.20

80. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals related to (a) corporate governance issues and balancing these issues with Court requirements and orders, (b) to corporate matters in connection with approval of the DIP

Loan, (c) reviewing corporate matters, in connection with conducting the auction for substantially all of the Debtors' assets, including negotiating and finalizing non-disclosure agreements, (d) addressing issues relating to maintenance of the Debtors' intellectual property, including trademark filings, and (e) facilitating the change of the corporate name of Gawker Hungary pursuant to the requirement of the Unimoda Sale.

T. Employee Benefits Issues [Matter No. 25]

Total Fees: \$51,511.50

Total Hours: 57.10

81. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals during the Compensation Period relating to the Debtors' employee benefits matters. Specifically, the attorneys and paraprofessionals spent time:

- (a) Finalizing *Motion to Authorize / Debtors Motion for Entry Interim and Final Orders (I) Authorizing, but not Directing, Payment Of Prepetition Wages, Salaries, Business Expenses, Employee Benefits and Related Items, and (II) Directing All Financial Institutions to Honor Checks for Payment of Such Obligations*, filed on June 13, 2016 [Docket No. 13] (the "Wages Motion").
- (b) Researching, drafting and filing Supplement to *Debtors' Motion for Entry of a Final Order (I) Authorizing, but Not Directing, Payment of Prepetition Wages, Salaries, Business Expenses, Employee Benefits and Related Items, and (II) Directing All Financial Institutions to Honor Checks for Payment of Such Obligations*, filed on June 20, 2016 [Docket No. 56] (the "Wage Motion Supplement");
- (c) Holding teleconferences with the United States Trustee, Opportune, and the Debtors' management regarding employee benefit issues;
- (d) Reviewing and analyzing terms of the Collective Bargaining Agreement covering certain of the Debtors' employees;
- (e) Calls and correspondence with counsel to the union representing certain Debtor employees to consensually resolve union concerns in connection with the Unimoda Sale;
- (f) Coordinating with management and Opportune regarding Debtor communication with employees regarding benefit issues; and

- (g) Addressing Hungarian employment matters relating to the chapter 11 cases; and
- (h) Working with Creditors' Committee and their advisors regarding severance issues and modifications to interim and final orders approving the Wages Motion.

U. Relief from Stay & Adequate Protection [Matter No. 26]

Total Fees: \$28,742.00
Total Hours: 42.40

82. This Matter Category includes time spent by Ropes & Gray attorneys and paraprofessionals addressing a motion by St. Paul Fire & Marine Insurance Company (“Travelers”) seeking relief from the automatic stay , filed on September 2, 2016 [Docket No. 243] (the “Travelers Lift Stay Motion”). During the Compensation Period, Ropes & Gray attorneys and paraprofessionals spent time reviewing the Travelers Lift Stay Motion and researching, drafting, an objection to the Travelers Lift Stay Motion, which was filed on September 30, 2016. In connection therewith, Ropes & Gray attorneys spent time researching the effect of the automatic stay on certain rights of the Debtor as well as other parties-in-interest.

Actual and Necessary Expenses Incurred by Ropes & Gray

83. As summarized in **Exhibit G** attached hereto and set forth in detail in **Exhibit G-1** attached hereto, Ropes & Gray has incurred a total of \$50,031.25 in expenses on behalf of the Debtors during the Compensation Period. These charges are intended to reimburse Ropes & Gray’s direct operating costs, which are not incorporated into Ropes & Gray’s hourly billing rates. Ropes & Gray charges external copying and computer research at the provider’s cost without markup. Only clients who actually use services of the types set forth in **Exhibit G** and **Exhibit G-1** of this Fee Application are separately charged for such services. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services.

84. The foregoing professional services provided by Ropes & Gray on behalf of the Debtors during the Compensation Period were reasonable, necessary, and appropriate to the administration of these chapter 11 cases and related matters. Many of the services performed by partners and associates of Ropes & Gray were provided by Ropes & Gray's Restructuring Group. Ropes & Gray has a prominent practice in the area and enjoys a national and international reputation for its expertise in financial reorganizations and restructurings of troubled companies. The attorneys at Ropes & Gray have represented either the debtor or the creditors' committee or have acted as special counsel in many large chapter 11 cases.

85. In addition, due to the facts and circumstances of these chapter 11 cases, attorneys from Ropes & Gray's other practice groups, such as the corporate, litigation, and tax groups, were also involved with Ropes & Gray's representation of the Debtors. These practice groups also enjoy a national and international reputation for their expertise. Overall, Ropes & Gray brings to these chapter 11 cases a particularly high level of skill and knowledge.

86. The time constraints imposed by the circumstances of these chapter 11 cases required Ropes & Gray attorneys and other employees to devote substantial time during the evenings and on weekends to perform services on behalf of the Debtors. These services were essential to meet deadlines, respond to daily inquiries from various creditors and other parties-in-interest on a timely basis, satisfy the demands of the Debtors' businesses, and ensure the orderly administration of their estates. Consistent with firm policy and the Retention Application, Ropes & Gray employees who worked late in the evenings or on weekends were reimbursed for their reasonable meal and transportation costs. Ropes & Gray's regular practice is not to include components for those charges in overhead when establishing billing rates, but rather to charge its

clients for these and all other out-of-pocket disbursements incurred during the regular course of the rendition of legal services.

87. In addition, due to the location of the Debtors' businesses, creditors, and other parties-in-interest in relation to Ropes & Gray's offices, frequent multi-party telephone conferences involving numerous parties were required. The disbursements for such services are not included in Ropes & Gray's overhead for the purpose of setting billing rates and Ropes & Gray has made every effort to minimize its disbursements in these chapter 11 cases. The actual expenses incurred in providing professional services were necessary, reasonable, and justified under the circumstances to serve the needs of the Debtors in these chapter 11 cases.

Ropes & Gray's Requested Compensation and Reimbursement Should be Allowed

88. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including—

- (a) the time spent on such services;
- (b) the rates charged for such services;
- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and

- (e) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

89. Ropes & Gray respectfully submits that the services for which it seeks compensation in this Fee Application were, at the time rendered, necessary for and beneficial to the Debtors and the Debtor's in Possession. Ropes & Gray further believes that it performed the services for the Debtors economically, effectively, and efficiently, and the results obtained benefited all parties involved. Ropes & Gray further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtors, Debtors in Possession, and all parties in interest.

90. During the Compensation Period, Ropes & Gray's hourly billing rates for attorneys ranged from \$215.00 to \$1,400.00. These hourly rates and corresponding rate structure utilized by Ropes & Gray in these chapter 11 cases are equivalent to the hourly rates and corresponding rate structure used by Ropes & Gray for restructuring, workout, bankruptcy, insolvency, and comparable matters, and similar complex corporate and litigation matters, whether in court or otherwise, regardless of whether a fee application is required. Furthermore, Ropes & Gray's hourly rates are set at a level designed to compensate Ropes & Gray fairly and accurately for the work of its attorneys and paraprofessionals and to cover certain fixed and routine expenses. These hourly rates are consistent with the rates charged elsewhere.

91. In sum, Ropes & Gray respectfully submits that the professional services provided by Ropes & Gray on behalf of the Debtors and Debtors in Possession during these chapter 11 cases were necessary and appropriate given the complexity of these chapter 11 cases, the time expended by Ropes & Gray employees, the nature and extent of Ropes & Gray's services provided, the value of Ropes & Gray's services, and the cost of comparable services outside of

bankruptcy, all of which are relevant factors set forth in Section 330 of the Bankruptcy Code. Accordingly, Ropes & Gray respectfully submits that approval of the compensation sought herein is warranted and should be approved. To the extent that this Application is not in compliance with the Guidelines or any provisions of the Interim Compensation Order, Ropes & Gray respectfully requests that such Guidelines or provisions be waived to the extent that any deviations are not material.

Reservation of Rights and Notice

92. It is possible that some professional time expended or expenses incurred during the Compensation Period are not reflected in this Fee Application. Ropes & Gray reserves the right to include such amounts in future fee applications. In accordance with the Interim Compensation Order, the Debtors have provided notice of this Fee Application to: (i) the Debtors, Gawker Media LLC, c/o Opportune LLP, 10 East 53rd Street, 33rd Floor, New York, New York 10022, Attn: William D. Holden (profinvoices@gawker.com); (ii) the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, New York 10014, Attn: Greg Zipes and Susan Arbeit; (iii) counsel for the Official Committee of Unsecured Creditors, Simpson Thacher & Bartlett, 425 Lexington Ave., New York, New York 10017, Attn: Sandy Qusba (squsba@stblaw.com) and William T. Russell (wrussell@stblaw.com); (iv) counsel to US VC Partners LP, as Prepetition Second Lien Lender, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611, Attn: David Heller (david.heller@lw.com) & Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022, Attn: Keith A. Simon (keith.simon@lw.com); and (v) counsel to Cerberus Business Finance, LLC, as DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, New York 10022, Attn: Adam C. Harris (adam.harris@srz.com) (each, a “Notice Party,” and collectively, the “Notice Parties”). Any party, other than the Notice Parties, that wishes to

object to this Fee Application, must file its objection with the Court, with a copy to Chambers and serve it on the affected professional and the Notice Parties so that it is actually received on or before November 21, 2016 at 4:00 p.m. (prevailing Eastern Time).

No Prior Request

93. No prior application for the relief requested herein has been made to this or any court.

[Remainder of Page Intentionally Left Blank]

WHEREFORE, Ropes & Gray respectfully requests that the Court enter an order:

(a) approving compensation for professional and paraprofessional services provided during the Compensation Period in the amount of \$3,981,458.75;

(b) approving the reimbursement of actual, reasonable and necessary expenses incurred in the Compensation Period in the amount of \$50,031.25;

(c) approving the payment of \$796,291.75, representing the unpaid portion of Ropes & Gray's incurred fees and expenses during the Compensation Period;

(d) authorizing and directing the Debtors to pay the fees and expenses awarded; and

(e) granting such other and further relief as this Court may deem just and proper.

Dated: November 7, 2016
New York, New York

/s/ Gregg M. Galardi
Gregg M. Galardi
D. Ross Martin
Jonathan P. Gill
Jonathan M. Agudelo
ROPES & GRAY LLP
1211 Avenue of the Americas
New York, NY 10036-8704
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jonathan.agudelo@ropesgray.com

Counsel to the Debtors and Debtors in Possession

Exhibit A

Galardi Certification

ROPES & GRAY LLP
Gregg M. Galardi
D. Ross Martin
Jonathan P. Gill
Jonathan M. Agudelo
1211 Avenue of the Americas
New York, NY 10036-8704
Telephone: (212) 596-9000
Facsimile: (212) 596-9090

*Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
	:	
In re	:	Chapter 11
	:	
Gawker Media LLC, <i>et al.</i> , ¹	:	Case No. 16-11700 (SMB)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**CERTIFICATION OF GREGG M. GALARDI PURSUANT TO
GENERAL ORDER M-447 REGARDING THE FIRST INTERIM FEE
APPLICATION OF ROPES & GRAY LLP AS COUNSEL TO THE DEBTORS
AND DEBTORS IN POSSESSION FOR ALLOWANCE AND PAYMENT OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED FROM
JUNE 10, 2016 THROUGH AND INCLUDING SEPTEMBER 30, 2016**

I, Gregg M Galardi, certify as follows:

1. I am a partner at the law firm of Ropes & Gray LLP ("Ropes & Gray"), with responsibility for the Chapter 11 Cases of Gawker Media and its debtor affiliates, as debtors and debtors in possession (collectively, the "Debtors") in respect of among other things, compliance

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.'s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.'s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

with (a) the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (the “Local Guidelines”) established and adopted by the United States Bankruptcy Court for the Southern District of New York pursuant to General Order M-447, (b) the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. SS 330 by Attorneys in Larger Chapter 11 Cases, adopted on June 11, 2013 (the “UST Guidelines”), and (c) the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 94] (the “Interim Compensation Order” and, together with the Local Guidelines and UST Guidelines, collectively, the “Guidelines”).

2. With respect to Section B.1 of the Local Guidelines, I certify that:

- (a) I have read Ropes & Gray’s first interim application for compensation and reimbursement of expenses (the “Application”) and believe it to be true and correct in all material respects;²
- (b) To the best of my knowledge, information and belief, and after reasonable inquiry, the fees and disbursements sought in the Application fall within the Guidelines, except as specifically noted in this Certification and described in the Application;
- (c) Except to the extent that fees or disbursements are prohibited by the Guidelines, the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by Ropes & Gray and generally accepted by Ropes & Gray’s clients; and
- (d) In providing a reimbursable service, Ropes & Gray does not make a profit on the service, whether the service is performed by Ropes & Gray in-house or through a third party.

3. With respect to Section B.2 of the Local Guidelines, in accordance with the terms of the Interim Compensation Order, the Debtors, counsel to the Creditors’ Committee and the United States Trustee have been previously provided, not later than 21 days after the end of each month, with a statement of the fees and disbursements accrued during the month,

² All capitalized terms used but not otherwise defined herein shall have the meaning set forth in the Application.

except that no separate statement was provided for June 2016, but instead amounts that otherwise would have been in such statement were included with the monthly statement for July 2016, which statements included a list of professionals and paraprofessionals providing services, their respective billing rates, the aggregate hours spent by each professional and paraprofessional, a general description of services rendered, a reasonably detailed breakdown of disbursements incurred and an explanation of billing practices.

4. With respect to Section B.3 of the Local Guidelines, I certify that the Debtors, counsel to the Creditors' Committee and the U.S. Trustee will each be provided with a copy of the Application concurrently with the filing thereof and will have at least 14 days to review the Application prior to any objection deadline with respect thereto.

5. The following is provided in response to the request for additional information set forth in Section C.5 of the UST Guidelines:

Question: Did you agree to any variations from, or alternatives to your standard or customary billing rates, fees, or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.

Response: Yes. As detailed in the Retention Application, Ropes & Gray provided the Debtors with a discount that was partially applied to post-petition fees paid during the Compensation Period.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: N/A.

Question: Have any of the professionals included in this fee application varied their hourly rates based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? If so, please quantify by hours and fees.

Response: Yes. The total hours and fees are included in Category Matter No. 8. As set forth in Section E of the Application, Ropes & Gray estimates that

approximately 147 hours and approximately \$94,000 in fees were spent in preparing the Monthly Fee Statements for the Compensation Period and not this Application. This time was primarily time spent revising and/or redacting time entries to ensure the preservation of privilege and work product, maintain the confidential information regarding the sale process and the Debtors' business operations and provide sufficient time entry detail so as to satisfy the Guidelines and a review by the Court, the United States Trustee and third parties.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Response: Yes. The total hours and total fees for reviewing time records to redact or revise privileged or other confidential information is included in the estimate of total hours and total fees preparing the Monthly Fee Statements set forth in response to the previous question.

Question: Does this fee application include rate increases since retention?

Response: No.

Dated: November 7, 2016
New York, New York

Respectfully submitted,

/s/ Gregg M. Galardi

Name: Gregg M. Galardi

Title: Partner, Ropes & Gray LLP

Exhibit B

**Summary of Time Billed and Expenses Incurred by Project Category for the
Compensation Period**

IN RE: GAWKER MEDIA, LLC, ET AL.**CASE NO. 165-11700-SMB**

Summary of Time Billed and Expenses Incurred by Project Category
For the Compensation Period of June 10, 2016 Through September 30, 2016

Matter Number	Matter Description	Hours Budgeted	Hours Billed	Fees Budgeted	Total Fees Requested	Total Expenses Requested	Total Compensation
02	Reporting (MOR/SEC)	79	56.7	\$69,780.50	\$50,837.50	\$0.00	\$50,837.50
04	Litigation	1466	1339.1	\$1,151,733.00	\$979,598.00	\$6,149.24	\$985,747.24
05	Tax Matters	68	36.3	\$65,120.00	\$41,497.50	\$0.00	\$41,497.50
06	Asset/Lien & Recovery Analysis	0	0.5	\$0.00	\$142.50	\$0.00	\$142.50
08	R&G Retention & Fee Applications	33	184.4	\$21,361.50	\$117,449.50	\$0.00	\$117,449.50
11	Investigations	0	1.1	\$0.00	\$1,353.00	\$0.00	\$1,353.00
12	Sales	1347	961.9	\$1,113,652.00	\$812,347.00	\$0.00	\$812,347.00
13	Claims	66	143.0	\$43,022.50	\$98,820.50	\$0.00	\$98,820.50
14	Travel	30	18.1	\$31,659.00	\$6,857.75	\$0.00	\$6,857.75
15	Debtor-In-Possession/Cash Collateral	289	288.1	\$239,135.00	\$235,265.00	\$1,350.41	\$236,615.41
16	Employment and Fee Applications	313	375.1	\$174,358.00	\$275,685.00	\$0.00	\$275,685.00
17	Executory Contracts/Leases	314	235.35	\$225,440.25	\$158,321.25	\$0.00	\$158,321.25

**IN RE: GAWKER MEDIA, LLC, ET AL.
CASE NO. 165-11700-SMB**

**Summary of Time Billed and Expenses Incurred by Project Category
For the Compensation Period of June 10, 2016 Through September 30, 2016**

Matter Number	Matter Description	Hours Budgeted	Hours Billed	Fees Budgeted	Total Fees Requested	Total Expenses Requested	Total Compensation
18	Plan and Disclosure Statement	497	458.8	\$429,663.00	\$404,685.50	\$0.00	\$404,685.50
19	Hearings	30	101.7	\$28,413.00	\$91,134.50	\$0.00	\$91,134.50
20	Administration	603	300.4	\$378,867.75	\$190,981.00	\$42,506.60	\$233,487.60
21	Business Operations/Strategic Planning	302	221.6	\$276,009.50	\$213,009.50	\$0.00	\$213,009.50
22	Committee Matters/Meetings	114	93.2	\$113,676.00	\$91,871.50	\$0.00	\$91,871.50
23	Creditor & Shareholder Inquiries	0	4.2	\$0.00	\$3,422.00	\$0.00	\$3,422.00
24	Corporate Matters	117	86.2	\$91,031.50	\$64,937.50	\$0.00	\$64,937.50
25	Employee Benefits Issues	67	57.1	\$58,066.00	\$51,511.50	\$0.00	\$51,511.50
26	Relief from Stay & Adequate Protection	48	42.4	\$32,190.00	\$28,742.00	\$0.00	\$28,742.00
TOTAL		5,783	5,005.25	\$4,595,231.00	\$3,918,469.50	\$50,006.25	\$3,968,475.75

Exhibit C

Summary of Time Billed by Attorneys and Paraprofessionals for the Compensation Period

**IN RE: GAWKER MEDIA, LLC, ET AL.
CASE NO. 165-11700-SMB**

**Summary of Hours Billed By Professionals and Paraprofessionals
For the Compensation Period of June 10, 2016 through September 30, 2016**

Name	Department and Year Admitted	Hourly Billing Rate at Case Inception	Hourly Billing Rate in this Application	Number of Rate Increases	Total Hours Worked	Total Compensation Requested
Leo Arnaboldi III	Tax Admitted in 1986	\$1,400.00	\$1,400.00	NONE	16.70	\$23,380.00
Gregg Galardi	Business Restructuring Admitted in 1990	\$1,230.00	\$1,230.00	NONE	506.40	\$622,011.00
D. Ross Martin	Business Restructuring Admitted in 1995	\$1,170.00	\$1,170.00	NONE	177.90	\$208,143.00
David B. Hennes	Litigation Admitted in 1995	\$1,165.00	\$1,165.00	NONE	102.80	\$119,762.00
James DeGraw	Corporate General Admitted in 1992	\$1,060.00	\$1,060.00	NONE	2.70	\$2,862.00
Jonathan P. Gill	Corporate General Admitted in 1998	\$1,030.00	\$1,030.00	NONE	216.10	\$222,583.00
Peter Ebb	Labor & Employment Admitted in 1990	\$990.00	\$990.00	NONE	3.10	\$3,069.00
Dalila Arguez Wendlandt	Litigation Admitted in 2001	\$970.00	\$970.00	NONE	41.30	\$40,061.00
Joanne M. De Silva	Corporate General Admitted in 2002	\$920.00	\$920.00	NONE	66.90	\$61,548.00
Alexandra Alperovich	Tax Admitted in 2004	\$900.00	\$900.00	NONE	5.50	\$4,950.00
Total Partners					1,139.40	\$1,308,369.00

IN RE: GAWKER MEDIA, LLC, ET AL.

CASE NO. 165-11700-SMB

**Summary of Hours Billed By Professionals and Paraprofessionals
For the Compensation Period of June 10, 2016 through September 30, 2016**

Name	Department and Year Admitted	Hourly Billing Rate at Case Inception	Hourly Billing Rate in this Application	Number of Rate Increases	Total Hours Worked	Total Compensation Requested
Counsel						
Deidre Johnson	Litigation Admitted in 1998	\$900.00	\$900.00	NONE	5.60	\$5,040.00
Justin Florence	Litigation Admitted in 2007	\$895.00	\$895.00	NONE	3.20	\$2,864.00
Michael S. Winograd	Litigation Admitted in 2001	\$885.00	\$885.00	NONE	312.20	\$275,013.75
James Wright	Business Restructuring Admitted in 2005	\$885.00	\$885.00	NONE	5.10	\$4,513.50
Thomas Burke	Corporate General Admitted in 1995	\$850.00	\$850.00	NONE	2.90	\$2,465.00
Erica Han	Corporate General Admitted in 2005	\$695.00	\$695.00	NONE	16.20	\$11,259.00
Total Counsel					345.20	\$301,155.25
Associates						
Joshua Sturm	Business Restructuring Admitted in 2007	\$895.00	\$895.00	NONE	255.30	\$228,493.50
Kristina K. Alexander	Business Restructuring Admitted in 2010	\$865.00	\$865.00	NONE	349.60	\$300,111.75
Jonathan Agudelo	Business Restructuring Admitted in 2010	\$820.00	\$820.00	NONE	627.60	\$514,222.00
Lindita Bresa	Corporate General Admitted in 2009	\$820.00	\$820.00	NONE	66.90	\$54,858.00

**IN RE: GAWKER MEDIA, LLC, ET AL.
CASE NO. 165-11700-SMB**

**Summary of Hours Billed By Professionals and Paraprofessionals
For the Compensation Period of June 10, 2016 through September 30, 2016**

Name	Department and Year Admitted	Hourly Billing Rate at Case Inception	Hourly Billing Rate in this Application	Number of Rate Increases	Total Hours Worked	Total Compensation Requested
Shaw Kaneyasu-Speck	Corporate General Admitted in 2011	\$820.00	\$820.00	NONE	142.10	\$116,522.00
Kevin Zaragoza	Tax Admitted in 2011	\$820.00	\$820.00	NONE	11.00	\$9,020.00
Claire Rosa	Tax Admitted in 2010	\$810.00	\$810.00	NONE	3.90	\$3,159.00
Mark Cianci	Litigation Admitted in 2010	\$765.00	\$765.00	NONE	12.30	\$9,409.50
Jennifer Cormier	Labor & Employment Admitted in 2012	\$765.00	\$765.00	NONE	7.10	\$5,431.50
Marc B. Roitman	Business Restructuring Admitted in 2010	\$865.00	\$865.00	NONE	140.80	\$121,792.00
Simone L. F. Waterbury	Litigation Admitted in 2006	\$725.00	\$725.00	NONE	6.10	\$4,422.50
Taras Czebiniak	Corporate General Admitted in 2013	\$705.00	\$705.00	NONE	25.10	\$17,695.50
Paul Kellogg	Litigation Admitted in 2011	\$705.00	\$705.00	NONE	61.90	\$43,639.50
Elisa Durette	Corporate General Admitted in 2013	\$695.00	\$695.00	NONE	18.80	\$13,066.00
Stacy A. Dasaro	Business Restructuring Admitted in 2014	\$635.00	\$635.00	NONE	392.10	\$248,824.75
S. Alexandra de Padua	Corporate General Admitted in 2014	\$635.00	\$635.00	NONE	40.60	\$25,781.00

**IN RE: GAWKER MEDIA, LLC, ET AL.
CASE NO. 165-11700-SMB**

**Summary of Hours Billed By Professionals and Paraprofessionals
For the Compensation Period of June 10, 2016 through September 30, 2016**

Name	Department and Year Admitted	Hourly Billing Rate at Case Inception	Hourly Billing Rate in this Application	Number of Rate Increases	Total Hours Worked	Total Compensation Requested
Emerson Siegle	Litigation Admitted 2013	\$625.00	\$625.00	NONE	15.20	\$9,500.00
Elizabeth Bierut	Litigation Admitted in 2014	\$550.00	\$550.00	NONE	287.70	\$158,235.00
Aleksandr Imas	Corporate General Admitted in 2014	\$550.00	\$550.00	NONE	5.70	\$3,135.00
Hannah Jenkins	Corporate General Admitted in 2014	\$550.00	\$550.00	NONE	91.60	\$50,380.00
Matthew Cable	Corporate General Admitted in 2014	\$540.00	\$540.00	NONE	14.30	\$7,722.00
William A. McGee	Business Restructuring Admitted in 2015	\$540.00	\$540.00	NONE	241.80	\$130,572.00
Edward Roche	Litigation Admitted 2014	\$540.00	\$540.00	NONE	38.60	\$20,844.00
Peter Walkingshaw	Litigation Admitted in 2014	\$540.00	\$540.00	NONE	56.50	\$30,510.00
Hanah Kim	Corporate General Admitted in 2016	\$470.00	\$470.00	NONE	94.10	\$44,227.00
Lucy Corrigan	Corporate General Admitted in 2015	\$470.00	\$470.00	NONE	14.90	\$7,003.00
Kathryn M. Roulett	Litigation Admitted in 2016	\$470.00	\$470.00	NONE	3.70	\$1,739.00
James Sullivan	Corporate General Admitted in 2016	\$470.00	\$470.00	NONE	57.20	\$26,884.00

IN RE: GAWKER MEDIA, LLC, ET AL.**CASE NO. 165-11700-SMB**

Summary of Hours Billed By Professionals and Paraprofessionals
For the Compensation Period of June 10, 2016 through September 30, 2016

Name	Department and Year Admitted	Hourly Billing Rate at Case Inception	Hourly Billing Rate in this Application	Number of Rate Increases	Total Hours Worked	Total Compensation Requested
Saqib M. Hussain	Litigation Admitted in 2015	\$455.00	\$455.00	NONE	46.00	\$20,930.00
Averell Sutton	Corporate General Admitted in 2014	\$365.00	\$365.00	NONE	38.80	\$14,162.00
Mary Kwan	Corporate General Admitted in 2016	\$340.00	\$340.00	NONE	11.40	\$3,876.00
Richard Wheeler	Corporate General Admitted in 1998	\$245.00	\$245.00	NONE	7.50	\$1,837.50
Kevin Walsh	Contract Attorney Admitted in 2014	\$215.00	\$215.00	NONE	10.10	\$2,171.50
Total Associates					3,196.30	\$2,250,176.50
Paraprofessionals						
Charles R. Brustman	Managing Clerk	\$335.00	\$335.00	NONE	4.00	\$1,340.00
Marc K. Duffy	Managing Clerk	\$370.00	\$370.00	NONE	7.00	\$2,590.00
Paul Lang	Managing Clerk	\$335.00	\$335.00	NONE	10.90	\$3,651.50
Joseph A. D'Imperio	Senior Designer	\$295.00	\$295.00	NONE	6.90	\$2,035.50
William Allen	Paralegal	\$400.00	\$400.00	NONE	5.50	\$2,200.00
Linda Borrino	Paralegal	\$360.00	\$360.00	NONE	2.30	\$828.00
Roberto Gonzalez	Paralegal	\$350.00	\$350.00	NONE	111.50	\$39,025.00
Melissa Karasavidis	Paralegal	\$345.00	\$345.00	NONE	3.00	\$1,035.00
Mark Callahan	Paralegal	\$310.00	\$310.00	NONE	4.70	\$1,457.00

IN RE: GAWKER MEDIA, LLC, ET AL.**CASE NO. 165-11700-SMB**

Summary of Hours Billed By Professionals and Paraprofessionals
For the Compensation Period of June 10, 2016 through September 30, 2016

Name	Department and Year Admitted	Hourly Billing Rate at Case Inception	Hourly Billing Rate in this Application	Number of Rate Increases	Total Hours Worked	Total Compensation Requested
Peggy Burns	Paralegal	\$300.00	\$300.00	NONE	6.00	\$1,800.00
Meir Weinberg	Paralegal	\$285.00	\$285.00	NONE	125.90	\$35,881.50
Charles D. Brustman	Paralegal	\$270.00	\$270.00	NONE	23.78	\$6,561.00
La-Toya Graham	Paralegal	\$260.00	\$260.00	NONE	33.8	\$8,788.00
Patrice Gramberg	Paralegal	\$230.00	\$230.00	NONE	19.80	\$4,554.00
Robert Baxter	Paralegal	\$220.00	\$220.00	NONE	3.50	\$770.00
Jessica Dias	Paralegal	\$205.00	\$205.00	NONE	3.00	\$615.00
Caroline O'Neill	Paralegal	\$205.00	\$205.00	NONE	3.00	\$615.00
Fuk Chau Hon	Litigation Support Technician	\$215.00	\$215.00	NONE	5.60	\$1,204.00
David Kolpin	Senior Research Librarian	\$360.00	\$360.00	NONE	2.30	\$828.00
Carson Dottin	Senior Designer	\$295.00	\$295.00	NONE	8.90	\$2,625.50
Total Paraprofessionals					397.38	\$119,694.00
Total					5,078.28	\$3,979,394.75

Total Billed Hours for Attorneys**4,680.90**Total Billed Hours for Paraprofessionals**397.38**Total Billed Hours**5,078.28**Total Fees Requested**\$3,979,394.75**Blended Rate for All Timekeepers**\$725.35**Blended Rate for Attorneys**\$739.29**

Exhibit D

Customary and Comparable Compensation Disclosures

**IN RE: GAWKER MEDIA, LLC, ET AL.
CASE NO. 165-11700-SMB**

Customary and Comparable Compensation Disclosures

The blended hourly rate for all Ropes & Gray non-bankruptcy domestic timekeepers (including both professionals and paraprofessionals) (the “Non-Bankruptcy Blended Rate”) during the 12-month period beginning July 1, 2013 and ending July 1, 2014 (the “Comparable Period”) was, in the aggregate, approximately \$521 per hour.¹

The blended hourly rate for all Ropes & Gray timekeepers (including both professionals and paraprofessionals) who billed to the Debtors during the Compensation Period was approximately \$559 per hour.²

A detailed comparison of these rates is as follows:

Position at Ropes & Gray	Non-Bankruptcy Blended Rate	Blended Hourly Rate in Application
Partner	\$1,105.29	\$955.89
Principal (Benefits Consultant)	NA	\$826.79
Counsel	\$720.88	\$730.82
Associate	\$662.32	\$541.13
Paraprofessionals	\$245.96	\$220.06
Grand Total	\$725.35	\$599.19

¹ In calculating the Non-Bankruptcy Blended Rate, Ropes & Gray excluded all billing data of Ropes & Gray’ timekeepers that practice primarily in Ropes & Gray’ Restructuring & Insolvency Group. Ropes & Gray calculated the Non-Bankruptcy Blended Rates by dividing the total dollar amount billed by Ropes & Gray domestic timekeepers during Comparable Period by the total number of hours billed by Ropes & Gray domestic timekeepers during the Comparable Period.

² Ropes & Gray calculated the blended rate for timekeepers who billed to the Debtors by dividing the total dollar amount billed by such timekeepers during the Compensation Period by the total number of hours billed by such timekeepers during the Compensation Period.

Exhibit E

Budget

IN RE: GAWKER MEDIA, LLC, ET AL.**CASE NO. 165-11700-SMB****EXHIBIT E****Ropes & Gray Cumulative Budget For the Compensation Period of
June 10, 2016 through September 30, 2016**

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted
02	Reporting (MOR/SEC)	79	\$69,780.50
04	Litigation	1466	\$1,151,733.00
05	Tax Matters	68	\$65,120.00
06	Asset/Lien & Recovery Analysis	0	\$0.00
08	R&G Retention & Fee Applications	33	\$21,361.50
11	Investigations	0	\$0.00
12	Sales	1347	\$1,113,652.00
13	Claims	66	\$43,022.50
14	Travel	30	\$31,659.00
15	Debtor-In-Possession/Cash Collateral	289	\$239,135.00
16	Employment and Fee Applications	313	\$174,358.00
17	Executory Contracts/Leases	314	\$225,440.25
18	Plan and Disclosure Statement	497	\$429,663.00
19	Hearings	30	\$28,413.00
20	Administration	603	\$378,867.75
21	Business Operations/Strategic Planning	302	\$276,009.50
22	Committee Matters/Meetings	114	\$113,676.00
23	Creditor & Shareholder Inquiries	0	\$0.00
24	Corporate Matters	117	\$91,031.50
25	Employee Benefits Issues	67	\$58,066.00
26	Relief from Stay & Adequate Protection	48	\$32,190.00
TOTAL		5,783	\$4,595,231.00

IN RE: GAWKER MEDIA, LLC, ET AL.

CASE NO. 165-11700-SMB

EXHIBIT E-1

Ropes & Gray Budget For June 10 – July 31, 2016

Matter Number	Matter Description	Hours Budgeted	Fees Budgeted
02	Reporting	45	\$39,012.50
04	Litigation: Contested Matters and Adversary Proceedings	842	\$688,713.00
05	Tax	0	\$0.00
06	Asset / Lien & Recovery Analysis	0	\$0.00
08	R&G Retention & Fee Applications	33	\$21,361.50
11	Investigations	0	\$0.00
12	Sales	334	\$286,251.00
13	Claims Administration and Objections	5	\$2,936.50
14	Travel	16	\$16,485.00
15	Financing and Cash Collateral	210	\$178,136.00
16	Employment and Fee Applications	111	\$89,106.50
17	Executory Contracts/Leases	174	\$119,298.25
18	Plan and Disclosure Statement	7	\$3,654.00
19	Hearings	30	\$28,413.00
20	Case Administration	325	\$217,672.75
21	Business Operations	156	\$135,702.50
22	Meetings and Communications with Creditors	28	\$25,126.00
23	Creditor & Shareholder Inquiries	0	\$0.00
24	Corporate Matters	33	\$24,909.50
25	Employee Issues	40	\$36,543.00
26	Relief from Stay and Adequate Protection	0	\$0.00
	TOTAL	2,389	\$1,913,321.00

**IN RE: GAWKER MEDIA, LLC, ET AL.
CASE NO. 165-11700-SMB**

EXHIBIT E-2

Ropes & Gray Budget For August 1 – August 31, 2016

Matter Number	Matter Description	Hours Budgeted	Fees Budgeted
02	Reporting	28	\$26,404.00
04	Litigation: Contested Matters and Adversary Proceedings	347	\$278,543.00
05	Tax	39	\$36,270.00
06	Asset / Lien & Recovery Analysis	0	\$0.00
08	R&G Retention & Fee Applications	0	\$0.00
11	Investigations	0	\$0.00
12	Sales	668	\$544,032.00
13	Claims Administration and Objections	0.00	\$0.00
14	Travel	3	\$4,059.00
15	Financing and Cash Collateral	10	\$11,362.00
16	Employment and Fee Applications	72	\$57,412.00
17	Executory Contracts/Leases	79	\$66,525.00
18	Plan and Disclosure Statement	96	\$100,979.00
19	Hearings	0	\$0.00
20	Case Administration	178	\$97,366.00
21	Business Operations	94	\$85,407.00
22	Meetings and Communications with Creditors	49	\$47,750.00
23	Creditor & Shareholder Inquiries	0	\$0.00
24	Corporate Matters	15	\$16,774.00
25	Employee Issues	4	\$3,244.00
26	Relief from Stay and Adequate Protection	0	\$0.00
	TOTAL	1,682	\$1,376,127.00

IN RE: GAWKER MEDIA, LLC, ET AL.

CASE NO. 165-11700-SMB

EXHIBIT E-3

Ropes & Gray Budget For September 1 – September 30, 2016

Matter Number	Matter Description	Hours Budgeted	Fees Budgeted
02	Reporting	6	\$4,364.00
04	Litigation: Contested Matters and Adversary Proceedings	277	\$184,477.00
05	Tax	29	\$28,850.00
06	Asset / Lien & Recovery Analysis	0	\$0.00
08	R&G Retention & Fee Applications	0	\$0.00
11	Investigations	0	\$0.00
12	Sales	345	\$283,369.00
13	Claims Administration and Objections	61	\$40,086.00
14	Travel	11	\$11,115.00
15	Financing and Cash Collateral	69	\$49,637.00
16	Employment and Fee Applications	130	\$79,892.00
17	Executory Contracts/Leases	61	\$39,617.00
18	Plan and Disclosure Statement	394	\$325,030.00
19	Hearings	0	\$0.00
20	Case Administration	100	\$63,829.00
21	Business Operations	52	\$54,900.00
22	Meetings and Communications with Creditors	37	\$40,800.00
23	Creditor & Shareholder Inquiries	0	\$0.00
24	Corporate Matters	69	\$49,348.00
25	Employee Issues	23	\$18,279.00
26	Relief from Stay and Adequate Protection	48	\$32,190.00
	TOTAL	1,712	\$1,305,783.00

Exhibit F

Staffing Plan

IN RE: GAWKER MEDIA, LLC, ET AL.

CASE NO. 165-11700-SMB

EXHIBIT F

**Ropes & Gray Staffing Plan For the Compensation Period
of June 10, 2016 through September 30, 2016**

Staffing Plan June 10 – July, 31 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Budgeted Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Average Hourly Rate
Partners	5	4	\$1,081.00
Counsel	1	2	\$885.00
Associates	14	20	\$687.50
Paralegals and Staff	3	10	\$250.00

Staffing Plan – August 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Budgeted Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Average Hourly Rate
Partners	7	7	\$1,091.00
Counsel	2	5	\$893.00
Associates	15	26	\$715.00
Paralegals and Staff	3	6	\$298.00

Staffing Plan – September 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Budgeted Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Average Hourly Rate
Partners	8	7	\$1,077
Counsel	2	1	\$798
Associates	21	18	\$652
Paralegals and Staff	7	9	\$309

Exhibit G

Expense Summary for the Compensation Period

**IN RE: GAWKER MEDIA, LLC, ET AL.
CASE NO. 165-11700-SMB**

**Ropes & Gray Expenses Summary for the
Compensation Period of June 10, 2016 through September 30, 2016**

EXPENSES	AMOUNTS
Color Photocopy	\$1,008.10
Computer Assisted Research	\$23,327.56
Courier Service	\$1,848.93
CourtCall Charges	\$562.00
Filing Fees	\$3,434.00
Good Standing Certificate	\$248.88
Lien Searches	\$1,312.50
Photocopy	\$5,068.79
Postage	\$45.90
Recording Fees	\$310.00
Registered Agent	\$574.00
Tabs and Binding	\$335.40
Transcript of Testimony	\$10,355.19
USPTO Charge – Recording	\$1,575.00
Total:	\$50,006.25

Exhibit G-1

Detail of Expenses and Disbursements for the Compensation Period

Detail of Disbursements

CourtCall Charges

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/22/16	CourtCall Charges	65.00
07/13/16	CourtCall Charges	93.00
07/13/16	CourtCall Charges	93.00
07/25/16	CourtCall Charges	156.00
	CourtCall Charges	407.00

Filing Fee

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/21/16	06/12/16 - Paul G Lang - Filing Fee - Filing Fee for Bankruptcy Petition - Court: COURTS/USBC-NY- SECF NEW YORK NY	1,717.00
06/21/16	06/12/16 - Paul G Lang - Filing Fee - filing fee for bankruptcy petition - Court: COURTS/USBC-NY- SECF NEW YORK NY	1,717.00
	Filing Fee	3,434.00

Photocopy

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/21/16	824 BW Copies	90.64
06/21/16	4684 BW Copies	515.24
06/21/16	958 BW Copies	105.38
06/21/16	216 BW Copies	23.76
06/21/16	9920 BW Copies	1,091.20
06/21/16	216 BW Copies	23.76
06/23/16	2122 BW Copies	233.42
06/23/16	80 BW Copies	8.80
07/18/16	12 Pages of Photocopy	1.32
07/22/16	2955 BW Copies	325.05
07/22/16	969 BW Copies	106.59
07/28/16	Photocopy - Paid to: TRANSPERFECT TRANSLATIONS INTERNATIONAL, INC. - Color Printing	1,851.20
	Photocopy	4,376.36

Color Photocopy

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/19/16	Color Photocopy	43.50
07/19/16	Color Photocopy	19.50
07/19/16	Color Photocopy	19.50
	Color Photocopy	82.50

Recording Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/11/16	07/08/16 - Stacy A Dasaro - Recording Fee - Fee for Audio recording of hearing. - Court: US Bankruptcy Court	30.00
	Recording Fees	30.00

Registered Agent

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/20/16	Registered Agent - Paid to: CT CORPORATION SYSTEM - Apostille of documents for Hungary	574.00
	Registered Agent	574.00

Detail of Disbursements

Courier Service

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/17/16	Invoice No: 545203332a Trk#: 783332472823 Paid to: Fedex per 09473	40.00
6/17/16	Invoice No: 545203332 Trk#: 783332472823 Paid to: Fedex per 09473	40.00
06/17/16	Invoice No: 545203332 Trk#: 783332491531 Paid to: Fedex per 09473	37.87
06/17/16	Invoice No: 545203332 Trk#: 783332506641 Paid to: Fedex per 09473	40.12
06/17/16	Invoice No: 545203332 Trk#: 783347692341 Paid to: Fedex per 56513	66.45
06/24/16	Invoice No: 662732313 Trk#: 783386725024 Paid to: Fedex per 55425	46.96
07/15/16	Invoice No: 548101136 Trk#: 783563269127 Paid to: Fedex per 52536	17.61
07/22/16	Invoice No: 548845743 Trk#: 776754383041 Paid to: Fedex per 54284	36.92
07/29/16	Invoice No: 549583745 Trk#: 783635618597 Paid to: Fedex per 54284	19.25
07/29/16	Invoice No: 549583745 Trk#: 783635727491 Paid to: Fedex per 54284	15.52

Courier Service	360.70
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Tabs and Binding

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/21/16	Tabs and Binding	3.42
06/21/16	Tabs and Binding	18.00
06/21/16	Tabs and Binding	3.24
06/21/16	Tabs and Binding	2.76
06/21/16	Tabs and Binding	4.08
06/21/16	Tabs and Binding	6.00
06/21/16	Tabs and Binding	3.00
06/21/16	Tabs and Binding	24.00
06/21/16	Tabs and Binding	0.78
06/21/16	Tabs and Binding	3.96
06/21/16	Tabs and Binding	3.12
06/21/16	Tabs and Binding	3.12
06/21/16	Tabs and Binding	1.38
06/21/16	Tabs and Binding	2.64
06/22/16	Tabs and Binding	0.96
06/23/16	Tabs and Binding	3.36
07/25/16	Tabs and Binding	9.00
07/11/16	Tabs and Binding	3.00
07/11/16	Tabs and Binding	5.52
07/11/16	Tabs and Binding	9.00
07/11/16	Tabs and Binding	1.32
07/11/16	Tabs and Binding	0.30
07/18/16	Tabs and Binding	0.84
07/18/16	Tabs and Binding	0.90
07/18/16	Tabs and Binding	3.00
07/18/16	Tabs and Binding	3.00
07/18/16	Tabs and Binding	3.00
07/22/16	Tabs and Binding	21.90
07/22/16	Tabs and Binding	18.60
07/22/16	Tabs and Binding	0.96
07/22/16	Tabs and Binding	1.92
07/22/16	Tabs and Binding	1.86
07/25/16	Tabs and Binding	9.00

Detail of Disbursements		
07/25/16	Tabs and Binding	3.00
	Tabs and Binding \$	170.94
<u>Transcript of Testimony</u>		
<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/19/16	Transcript of Testimony - Paid to: TSG REPORTING, INC. - Certified Transcript	2,795.85
07/22/16	Transcript of Testimony - Paid to: TSG REPORTING, INC. - Certified Transcript	781.35
07/26/16	Transcript of Testimony - Paid to: VERITEXT NEW YORK REPORTING CO. - Transcripts	1,390.35
	Transcript of Testimony \$	4,967.55
<u>Lien Searches</u>		
<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/28/16	Lien Searches - Paid to: CT SERVICES - Termination Filing-NY, Department of state	660.50
	Lien Searches	660.50
<u>Postage</u>		
<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/30/16	Postage	22.95
	Postage	22.95
<u>Recording Fees</u>		
<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/29/16	Recording Fees - Paid to: REGISTER OF COPYRIGHTS Recording fee	140.00
	Recording Fees	140.00
<u>USPTO Charge - Recording Trademark Assignment</u>		
<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/29/16	USPTO Charge - Recording Trademark Assignment	40.00
06/29/16	USPTO Charge - Recording Trademark Assignment	40.00
	USPTO Charge - Recording Trademark Assignment	80.00
<u>USPTO Charge - Subsequent Marks in Same Doc</u>		
<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/29/16	USPTO Charge - Subsequent Marks in Same Doc	400.00
	USPTO Charge - Subsequent Marks in Same Doc	400.00
Total Disbursements \$		<u>15,706.50</u>

Detail of Disbursements

Color Photocopy

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/23/16	Color Photocopy (\$.10/copy)	847.50
	Color Photocopy	847.50

Computer Assisted Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Paid To: Westlaw Per: Roche	1,850.58
08/01/16	Paid To: Westlaw Per: Siegle	803.85
08/01/16	Computer Assisted Research - Paid to: REED ELSEVIER INC DBA LEXISNEXIS COURTLINK, INC. - CourtLink Product Usage	7.92
08/01/16	Computer Assisted Research - Paid to: REED ELSEVIER INC DBA LEXISNEXIS COURTLINK, INC. - CourtLink Product Usage	1.56
08/02/16	Paid To: Westlaw Per: Siegle	204.93
08/02/16	Paid To: Westlaw Per: Roche	1,979.61
08/03/16	Paid To: Westlaw Per: Siegle	68.31
08/03/16	Paid To: Westlaw Per: Roche	989.46
08/04/16	Paid To: Westlaw Per: Roche	327.06
08/04/16	Paid To: Westlaw Per: DASARO,STACY	136.62
08/05/16	Paid To: Westlaw Per: Roche	1,255.80
08/05/16	Lexis Research	23.80
08/07/16	Paid To: Westlaw Per: Sturm	407.10
08/08/16	Paid To: Westlaw Per: Roche	450.57
08/09/16	Paid To: Westlaw Per: Roche	136.62
08/09/16	Lexis Research	493.36
08/10/16	Paid To: Westlaw Per: Roche	776.25
08/10/16	Paid To: Westlaw Per: DASARO,STACY	40.71
08/10/16	Lexis Research	182.00
08/11/16	Paid To: Westlaw Per: DASARO,STACY	68.31
08/13/16	Paid To: Westlaw Per: DASARO,STACY	341.55
08/13/16	Lexis Research	38.64
08/13/16	Lexis Research	84.00
08/14/16	Paid To: Westlaw Per: McGee	68.31
08/15/16	Paid To: Westlaw Per: Weinberg	136.62
08/15/16	Lexis Research	352.80
08/16/16	Paid To: Westlaw Per: Weinberg	218.04
08/16/16	Lexis Research	12.88
08/17/16	Paid To: Westlaw Per: Weinberg	68.31
08/18/16	Paid To: Westlaw Per: Sturm	17.25
08/22/16	Paid To: Westlaw Per: Bierut	204.93
08/23/16	Paid To: Westlaw Per: Walkingshaw	763.14
08/23/16	Paid To: Westlaw Per: Bierut	476.79
08/24/16	Paid To: Westlaw Per: Walkingshaw	68.31
08/24/16	Paid To: Westlaw Per: Hussain	204.93
08/24/16	Paid To: Westlaw Per: Bierut	613.41
08/24/16	Lexis Research	25.76
08/25/16	Paid To: Westlaw Per: Bierut	748.65
08/25/16	Lexis Research	167.44
	Computer Assisted Research	14,816.18

Detail of Disbursements

Courier Service

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/09/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	25.00
06/13/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	25.00
06/13/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	25.00
06/13/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	25.00
06/13/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	25.00
06/13/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	42.00
06/14/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	25.00
06/14/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	38.00
06/14/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	38.00
06/14/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	20.00
06/16/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	20.00
06/21/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	58.00
06/21/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	38.00
06/24/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	42.00
06/28/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	37.00
07/11/16	Courier Service - Paid To: Deluxe Del - DELUXE DELIVERY SYSTEMS, INC.	30.51
07/14/16	Courier Service - Paid To: Deluxe Del - DELUXE DELIVERY SYSTEMS, INC.	244.07
07/18/16	Courier Service - Paid To: Deluxe Del - DELUXE DELIVERY SYSTEMS, INC.	9.61
08/12/16	Courier Service - Paid to: WASHINGTON EXPRESS LLC - Ropes Gray 2099 Pennsylvania Ave NW Washington DC 20006; FTC Premerger notification 400 7th St SW Washington DC 20024	42.57
08/12/16	Courier Service - Paid to: WASHINGTON EXPRESS LLC - FTC Premerger notification 400 7th St SW Washington DC 20024; Ropes Gray 2099 Pennsylvania Ave NW Washington DC 20006	42.57
08/12/16	Courier Service - Paid to: WASHINGTON EXPRESS LLC - Ropes Gray 2099 Pennsylvania Ave NW Washington DC 20006; DOJ Premerger 950 Pennsylvania Ave NW Washington DE 20006	49.36
08/12/16	Courier Service - Paid to: WASHINGTON EXPRESS LLC - DOJ Premerger 950 Pennsylvania Ave NW Washington DE 20006; Ropes Gray 2099 Pennsylvania Ave NW Washington DC 20006	39.85
	Courier Service	941.54

Good Standing Certificate

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/14/16	Good Standing Certificate - Paid to: CT CORPORATION SYSTEM - Certificate of Standing	248.88
	Good Standing Certificate	248.88

Photocopy

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/01/16	1648 BW Copies (\$.10/copy)	181.28
08/01/16	1816 BW Copies (\$.10/copy)	199.76
08/08/16	421 BW Copies (\$.10/copy)	46.31
08/18/16	272 BW Copies (\$.10/copy)	29.92
08/29/16	6 BW Copies (\$.10/copy)	0.66
	Photocopy	457.93

Tabs and Binding

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Tabs and Binding	0.18

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Detail of Disbursements									
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Tabs and Binding	149.58
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[illegible]

Total Disbursements \$ 22,299.24

Invoice No.: 1031718
 Invoice Date: September 20, 2016
 Federal Tax ID: 04-2233412

GK Media
 c/o Opportune LLP
 Attn: William D. Holden
 10 East 53rd Street, 33rd Floor
 New York, NY 10022

Services	\$ 1,176,896.00
Adjustment to Travel 50%	<u>-1,516.00</u>
Total Services	1,175,380.00
Total Disbursements and Charges	<u>22,299.24</u>
TOTAL DUE THIS INVOICE	\$ <u><u>1,197,679.24</u></u>

Payment Instructions		
Mail checks to: Ropes & Gray LLP Mail Code: 11104 P.O. Box 11839 Newark, NJ 07101-8138	ACH Fund & Domestic Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 153 East 53rd Street New York, NY 10043 ABA No.: 021-000-089 Account No: 4997537106	International Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 111 Wall Street New York, NY 10005 Swift Code: CITIUS33 Account No: 4997537106

Detail of Disbursements

Color Photocopy

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Color Photocopy (781 copies @ \$0.10/page)	78.10
	Color Photocopy	78.10

Computer Assisted Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/01/16	Computer Assisted Research - Pacer 07/01/16 - US courts AO dba Pacer Service Center	1.10
07/01/16	Computer Assisted Research - Pacer 07/01/16 - US courts AO dba Pacer Service Center	4.30
07/01/16	Computer Assisted Research - Pacer 07/01/16 - US courts AO dba Pacer Service Center	0.20
07/01/16	Computer Assisted Research - Pacer 07/01/16 - US courts AO dba Pacer Service Center	0.20
07/01/16	Computer Assisted Research - Pacer 07/01/16 - US courts AO dba Pacer Service Center	0.60
07/05/16	Computer Assisted Research - Pacer 07/05/16 - US courts AO dba Pacer Service Center	26.90
07/05/16	Computer Assisted Research - Pacer 07/05/16 - US courts AO dba Pacer Service Center	16.60
07/05/16	Computer Assisted Research - Pacer 07/05/16 - US courts AO dba Pacer Service Center	12.80
07/06/16	Computer Assisted Research - Pacer 07/06/16 - US courts AO dba Pacer Service Center	7.40
07/06/16	Computer Assisted Research - Pacer 07/06/16 - US courts AO dba Pacer Service Center	5.60
07/07/16	Computer Assisted Research - Pacer 07/07/16 - US courts AO dba Pacer Service Center	5.60
07/07/16	Computer Assisted Research - Pacer 07/07/16 - US courts AO dba Pacer Service Center	0.50
07/08/16	Computer Assisted Research - Pacer 07/08/16 - US courts AO dba Pacer Service Center	3.30
07/08/16	Computer Assisted Research - Pacer 07/08/16 - US courts AO dba Pacer Service Center	1.70
07/08/16	Computer Assisted Research - Pacer 07/08/16 - US courts AO dba Pacer Service Center	6.00
07/08/16	Computer Assisted Research - Pacer 07/08/16 - US courts AO dba Pacer Service Center	0.20
07/10/16	Computer Assisted Research - Pacer 07/10/16 - US courts AO dba Pacer Service Center	6.90
07/10/16	Computer Assisted Research - Pacer 07/10/16 - US courts AO dba Pacer Service Center	13.20
07/11/16	Computer Assisted Research - Pacer 07/11/16 - US courts AO dba Pacer Service Center	3.30
07/12/16	Computer Assisted Research - Pacer 07/12/16 - US courts AO dba Pacer Service Center	22.40
07/12/16	Computer Assisted Research - Pacer 07/12/16 - US courts AO dba Pacer Service Center	2.30
07/13/16	Computer Assisted Research - Pacer 07/13/16 - US courts AO dba Pacer Service	8.40

Detail of Disbursements		
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	Center	
07/13/16	Computer Assisted Research - Pacer 07/13/16 - US courts AO dba Pacer Service	0.20
	Center	
07/13/16	Computer Assisted Research - Pacer 07/13/16 - US courts AO dba Pacer Service	0.50
	Center	
07/13/16	Computer Assisted Research - Pacer 07/13/16 - US courts AO dba Pacer Service	0.10
	Center	
07/14/16	Computer Assisted Research - Pacer 07/14/16 - US courts AO dba Pacer Service	0.60
	Center	
07/14/16	Computer Assisted Research - Pacer 07/14/16 - US courts AO dba Pacer Service	1.50
	Center	
07/15/16	Computer Assisted Research - Pacer 07/15/16 - US courts AO dba Pacer Service	13.90
	Center	
07/17/16	Computer Assisted Research - Pacer 07/17/16 - US courts AO dba Pacer Service	13.80
	Center	
07/18/16	Computer Assisted Research - Pacer 07/18/16 - US courts AO dba Pacer Service	0.40
	Center	
07/18/16	Computer Assisted Research - Pacer 07/18/16 - US courts AO dba Pacer Service	4.90
	Center	
07/18/16	Computer Assisted Research - Pacer 07/18/16 - US courts AO dba Pacer Service	19.30
	Center	
07/18/16	Computer Assisted Research - Pacer 07/18/16 - US courts AO dba Pacer Service	3.20
	Center	
07/18/16	Computer Assisted Research - Pacer 07/18/16 - US courts AO dba Pacer Service	9.50
	Center	
07/18/16	Computer Assisted Research - Pacer 07/18/16 - US courts AO dba Pacer Service	8.70
	Center	
07/19/16	Computer Assisted Research - Pacer 07/19/16 - US courts AO dba Pacer Service	3.40
	Center	
07/19/16	Computer Assisted Research - Pacer 07/19/16 - US courts AO dba Pacer Service	0.20
	Center	
07/19/16	Computer Assisted Research - Pacer 07/19/16 - US courts AO dba Pacer Service	37.00
	Center	
07/20/16	Computer Assisted Research - Pacer 07/20/16 - US courts AO dba Pacer Service	4.70
	Center	
07/20/16	Computer Assisted Research - Pacer 07/20/16 - US courts AO dba Pacer Service	0.20
	Center	
07/20/16	Computer Assisted Research - Pacer 07/20/16 - US courts AO dba Pacer Service	22.00
	Center	
07/20/16	Computer Assisted Research - Pacer 07/20/16 - US courts AO dba Pacer Service	3.70
	Center	
07/20/16	Computer Assisted Research - Pacer 07/20/16 - US courts AO dba Pacer Service	28.50
	Center	
07/21/16	Computer Assisted Research - Pacer 07/21/16 - US courts AO dba Pacer Service	23.90
	Center	
07/22/16	Computer Assisted Research - Pacer 07/22/16 - US courts AO dba Pacer Service	4.30
	Center	
07/25/16	Computer Assisted Research - Pacer 07/25/16 - US courts AO dba Pacer Service	0.60
	Center	
07/25/16	Computer Assisted Research - Pacer 07/25/16 - US courts AO dba Pacer Service	32.10
	Center	

Detail of Disbursements		
07/26/16	Computer Assisted Research - Pacer 07/26/16 - US courts AO dba Pacer Service Center	29.50
07/27/16	Computer Assisted Research - Pacer 07/27/16 - US courts AO dba Pacer Service Center	0.20
07/27/16	Computer Assisted Research - Pacer 07/27/16 - US courts AO dba Pacer Service Center	34.30
07/28/16	Computer Assisted Research - Pacer 07/28/16 - US courts AO dba Pacer Service Center	118.40
07/28/16	Computer Assisted Research - Pacer 07/28/16 - US courts AO dba Pacer Service Center	4.80
07/29/16	Computer Assisted Research - Pacer 07/29/16 - US courts AO dba Pacer Service Center	0.50
07/29/16	Computer Assisted Research - Pacer 07/29/16 - US courts AO dba Pacer Service Center	0.80
07/29/16	Computer Assisted Research - Pacer 07/29/16 - US courts AO dba Pacer Service Center	0.20
07/29/16	Computer Assisted Research - Pacer 07/29/16 - US courts AO dba Pacer Service Center	0.20
08/01/16	Computer Assisted Research - Pacer 08/01/16 - US courts AO dba Pacer Service Center	0.50
08/01/16	Computer Assisted Research - Pacer 08/01/16 - US courts AO dba Pacer Service Center	0.70
08/02/16	Computer Assisted Research - Pacer 08/02/16 - US courts AO dba Pacer Service Center	0.20
08/02/16	Computer Assisted Research - Pacer 08/02/16 - US courts AO dba Pacer Service Center	0.90
08/02/16	Computer Assisted Research - Pacer 08/02/16 - US courts AO dba Pacer Service Center	4.10
08/03/16	Computer Assisted Research - Pacer 08/03/16 - US courts AO dba Pacer Service Center	0.20
08/03/16	Computer Assisted Research - Pacer 08/03/16 - US courts AO dba Pacer Service Center	0.40
08/03/16	Computer Assisted Research - Pacer 08/03/16 - US courts AO dba Pacer Service Center	1.10
08/04/16	Computer Assisted Research - Pacer 08/04/16 - US courts AO dba Pacer Service Center	7.90
08/05/16	Computer Assisted Research - Pacer 08/05/16 - US courts AO dba Pacer Service Center	1.20
08/05/16	Computer Assisted Research - Pacer 08/05/16 - US courts AO dba Pacer Service Center	3.70
08/08/16	Computer Assisted Research - Pacer 08/08/16 - US courts AO dba Pacer Service Center	2.00
08/08/16	Computer Assisted Research - Pacer 08/08/16 - US courts AO dba Pacer Service Center	0.70
08/08/16	Computer Assisted Research - Pacer 08/08/16 - US courts AO dba Pacer Service Center	0.60
08/08/16	Computer Assisted Research - Pacer 08/08/16 - US courts AO dba Pacer Service Center	23.90
08/08/16	Computer Assisted Research - Pacer 08/08/16 - US courts AO dba Pacer Service Center	0.10
08/08/16	Computer Assisted Research - Pacer 08/08/16 - US courts AO dba Pacer Service	1.40

Detail of Disbursements		
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	Center	
08/08/16	Computer Assisted Research - Pacer 08/08/16 - US courts AO dba Pacer Service	0.20
	Center	
08/08/16	Computer Assisted Research - Pacer 08/08/16 - US courts AO dba Pacer Service	0.90
	Center	
08/09/16	Computer Assisted Research - Pacer 08/09/16 - US courts AO dba Pacer Service	0.60
	Center	
08/09/16	Computer Assisted Research - Pacer 08/09/16 - US courts AO dba Pacer Service	16.30
	Center	
08/09/16	Computer Assisted Research - Pacer 08/09/16 - US courts AO dba Pacer Service	6.70
	Center	
08/10/16	Computer Assisted Research - Pacer 08/10/16 - US courts AO dba Pacer Service	2.00
	Center	
08/10/16	Computer Assisted Research - Pacer 08/10/16 - US courts AO dba Pacer Service	0.90
	Center	
08/10/16	Computer Assisted Research - Pacer 08/10/16 - US courts AO dba Pacer Service	0.10
	Center	
08/10/16	Computer Assisted Research - Pacer 08/10/16 - US courts AO dba Pacer Service	36.30
	Center	
08/11/16	Computer Assisted Research - Pacer 08/11/16 - US courts AO dba Pacer Service	11.20
	Center	
08/11/16	Computer Assisted Research - Pacer 08/11/16 - US courts AO dba Pacer Service	20.30
	Center	
08/13/16	Computer Assisted Research - Pacer 08/13/16 - US courts AO dba Pacer Service	0.80
	Center	
08/13/16	Computer Assisted Research - Pacer 08/13/16 - US courts AO dba Pacer Service	7.50
	Center	
08/15/16	Computer Assisted Research - Pacer 08/15/16 - US courts AO dba Pacer Service	0.60
	Center	
08/16/16	Computer Assisted Research - Pacer 08/16/16 - US courts AO dba Pacer Service	4.40
	Center	
08/16/16	Computer Assisted Research - Pacer 08/16/16 - US courts AO dba Pacer Service	2.10
	Center	
08/17/16	Computer Assisted Research - Pacer 08/17/16 - US courts AO dba Pacer Service	1.00
	Center	
08/17/16	Computer Assisted Research - Pacer 08/17/16 - US courts AO dba Pacer Service	7.30
	Center	
08/17/16	Computer Assisted Research - Pacer 08/17/16 - US courts AO dba Pacer Service	0.60
	Center	
08/19/16	Computer Assisted Research - Pacer 08/19/16 - US courts AO dba Pacer Service	1.40
	Center	
08/19/16	Computer Assisted Research - Pacer 08/19/16 - US courts AO dba Pacer Service	5.10
	Center	
08/20/16	Computer Assisted Research - Pacer 08/20/16 - US courts AO dba Pacer Service	3.00
	Center	
08/21/16	Computer Assisted Research - Pacer 08/21/16 - US courts AO dba Pacer Service	0.80
	Center	
08/22/16	Computer Assisted Research - Pacer 08/22/16 - US courts AO dba Pacer Service	9.40
	Center	
08/22/16	Computer Assisted Research - Pacer 08/22/16 - US courts AO dba Pacer Service	4.70
	Center	

Detail of Disbursements		
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	0.20
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	1.10
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	0.60
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	3.00
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	2.90
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	1.30
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	0.40
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	0.70
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	0.40
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	0.90
08/23/16	Computer Assisted Research - Pacer 08/23/16 - US courts AO dba Pacer Service Center	5.80
08/24/16	Computer Assisted Research - Pacer 08/24/16 - US courts AO dba Pacer Service Center	12.70
08/24/16	Computer Assisted Research - Pacer 08/24/16 - US courts AO dba Pacer Service Center	1.20
08/24/16	Computer Assisted Research - Pacer 08/24/16 - US courts AO dba Pacer Service Center	0.60
08/25/16	Computer Assisted Research - Pacer 08/25/16 - US courts AO dba Pacer Service Center	0.70
08/25/16	Computer Assisted Research - Pacer 08/25/16 - US courts AO dba Pacer Service Center	0.10
08/25/16	Computer Assisted Research - Pacer 08/25/16 - US courts AO dba Pacer Service Center	0.60
08/26/16	Computer Assisted Research - Pacer 08/26/16 - US courts AO dba Pacer Service Center	1.10
08/26/16	Computer Assisted Research - Pacer 08/26/16 - US courts AO dba Pacer Service Center	3.00
08/30/16	Computer Assisted Research - Pacer 08/30/16 - US courts AO dba Pacer Service Center	2.30
08/30/16	Computer Assisted Research - Pacer 08/30/16 - US courts AO dba Pacer Service Center	0.70
08/30/16	Computer Assisted Research - Pacer 08/30/16 - US courts AO dba Pacer Service Center	5.70
08/31/16	Computer Assisted Research - Pacer 08/31/16 - US courts AO dba Pacer Service Center	2.60
08/31/16	Computer Assisted Research - Pacer 08/31/16 - US courts AO dba Pacer Service Center	0.90
08/31/16	Computer Assisted Research - Pacer 08/31/16 - US courts AO dba Pacer Service Center	4.30
09/01/16	Computer Assisted Research - Paid to: RELX INC. dba. LEXISNEXIS, A	72.42

Detail of Disbursements

09/01/16	DIVISION OF RELX INC. - CourtLink Product Usage	
09/01/16	Computer Assisted Research - Paid to: RELX INC. dba. LEXISNEXIS, A	0.16
09/01/16	DIVISION OF RELX INC. - CourtLink Product Usage	
09/01/16	Computer Assisted Research - Pacer 09/01/16 - US courts AO dba Pacer Service Center	0.60
09/02/16	Computer Assisted Research - Pacer 09/02/16 - US courts AO dba Pacer Service Center	2.00
09/03/16	Computer Assisted Research - Pacer 09/03/16 - US courts AO dba Pacer Service Center	3.40
09/06/16	Paid To: Westlaw Per: Hussain	859.80
09/06/16	Lexis Research	132.72
09/06/16	Computer Assisted Research - Pacer 09/06/16 - US courts AO dba Pacer Service Center	3.20
09/07/16	Computer Assisted Research - Pacer 09/07/16 - US courts AO dba Pacer Service Center	2.90
09/08/16	Lexis Research	221.20
09/09/16	Paid To: Westlaw Per: Walkingshaw	68.31
09/10/16	Paid To: Westlaw Per: Walkingshaw	68.31
09/12/16	Paid To: Westlaw Per: Bierut	708.63
09/12/16	Computer Assisted Research - Pacer 09/12/16 - US courts AO dba Pacer Service Center	1.00
09/12/16	Computer Assisted Research - Pacer 09/12/16 - US courts AO dba Pacer Service Center	0.70
09/13/16	Computer Assisted Research - Pacer 09/13/16 - US courts AO dba Pacer Service Center	14.20
09/14/16	Paid To: Westlaw Per: AGUDELO,JONATHAN	273.24
09/14/16	Lexis Research	626.08
09/15/16	Lexis Research	636.16
09/15/16	Computer Assisted Research - Pacer 09/15/16 - US courts AO dba Pacer Service Center	0.50
09/15/16	Computer Assisted Research - Pacer 09/15/16 - US courts AO dba Pacer Service Center	8.60
09/16/16	Computer Assisted Research - Pacer 09/16/16 - US courts AO dba Pacer Service Center	3.40
09/19/16	Computer Assisted Research - Pacer 09/19/16 - US courts AO dba Pacer Service Center	1.70
09/19/16	Computer Assisted Research - Pacer 09/19/16 - US courts AO dba Pacer Service Center	5.20
09/19/16	Computer Assisted Research - Pacer 09/19/16 - US courts AO dba Pacer Service Center	0.20
09/20/16	Computer Assisted Research - Pacer 09/20/16 - US courts AO dba Pacer Service Center	11.20
09/21/16	Paid To: Westlaw Per: AGUDELO,JONATHAN	655.50
09/21/16	Computer Assisted Research - Pacer 09/21/16 - US courts AO dba Pacer Service Center	3.80
09/22/16	Lexis Research	1,874.32
09/25/16	Computer Assisted Research - Pacer 09/25/16 - US courts AO dba Pacer Service Center	4.00
09/27/16	Paid To: Westlaw Per: Weinberg	204.93
09/27/16	Lexis Research	6.72
09/27/16	Computer Assisted Research - Pacer 09/27/16 - US courts AO dba Pacer Service	3.00

Detail of Disbursements		
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09/27/16	Center Computer Assisted Research - Pacer 09/27/16 - US courts AO dba Pacer Service	3.20
09/28/16	Center Paid To: Westlaw Per: Weinberg	819.72
09/28/16	Paid To: Westlaw Per: AGUDELO,JONATHAN	204.93
09/28/16	Computer Assisted Research - Pacer 09/28/16 - US courts AO dba Pacer Service	3.20
09/29/16	Center Paid To: Westlaw Per: Walkingshaw	177.33
09/29/16	Computer Assisted Research - Pacer 09/29/16 - US courts AO dba Pacer Service	0.80
09/29/16	Center Computer Assisted Research - Pacer 09/29/16 - US courts AO dba Pacer Service	0.90
	Computer Assisted Research	8,511.38

Courier Service

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/08/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	50.00
07/12/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	25.00
07/12/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	32.00
07/13/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	25.00
07/15/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	30.00
07/16/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	56.00
07/18/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	37.00
07/18/16	Courier Service - Paid To: City Expeditor - CITY EXPEDITOR INC.	38.00
08/08/16	Courier Service - Paid to: LUCKY 2 LOGISTICS, LLC D/B/A SDS GLOBAL LOGISTICS- ROPES & GRAY LLP 1211 6TH AVENUE C-3 FOR DELIVERY OF BOXES NEW YORK 10020 - US BANKRUPTCY COURT ONE BOWLING GREEN COURT ROOM SUITE 723 NEW YORK 10004	24.95
08/08/16	Courier Service - Paid to: LUCKY 2 LOGISTICS, LLC D/B/A SDS GLOBAL LOGISTICS- ROPES & GRAY LLP 1211 6TH AVENUE C-3 FOR DELIVERY OF BOXES NEW YORK 10020 - US BANKRUPTCY COURT ONE BOWLING GREEN COURT ROOM SUITE 723 NEW YORK 10004	24.95
08/08/16	Courier Service - Paid to: LUCKY 2 LOGISTICS, LLC D/B/A SDS GLOBAL LOGISTICS- ROPES & GRAY LLP 1211 6TH AVENUE C-3 FOR DELIVERY OF BOXES NEW YORK 10020 - US BANKRUPTCY COURT ONE BOWLING GREEN SUITE 723 NEW YORK 10004	28.44
08/17/16	Courier Service - Paid to: LUCKY 2 LOGISTICS, LLC D/B/A SDS GLOBAL LOGISTICS- ROPES & GRAY LLP 1211 6TH AVENUE C-3 FOR DELIVERY OF BOXES NEW YORK 10036 - US BANKRUPTCY COURT ONE BOWLING GREEN 723 NEW YORK 10004	34.95
09/16/16	Invoice No: 554811460 Trk#: 784077538982 Paid to: Fedex per 51268 Ship To: Honorable Stuart M Bernstein	14.33
09/16/16	Invoice No: 554811639 Trk#: 784077270932 Paid to: Fedex per 52644 Ship To: Steven Delinko	18.05
09/16/16	Invoice No: 665578029 Trk#: 784031434802 Paid to: Fedex per 54785 Ship To: ATTN REGISTRAR	19.10
09/16/16	Invoice No: 665578029a Trk#: 784031434802 Paid to: Fedex per 54785 Ship To: ATTN REGISTRAR	19.10
09/23/16	Invoice No: 665819369 Trk#: 784138172880 Paid to: Fedex per 54829 Ship To: KATALIN PERENYI	47.41
09/23/16	Invoice No: 665819369a Trk#: 784138172880 Paid to: Fedex per 54829 Ship To: KATALIN PERENYI	47.41

Detail of Disbursements

		Courier Service	571.69
<u>CourtCall Charges</u>			
<u>Date</u>	<u>Description</u>		<u>Amount</u>
08/09/16	CourtCall Charges		30.00
08/16/16	CourtCall Charges		44.00
08/26/16	CourtCall Charges		30.00
09/20/16	CourtCall Charges		51.00
		CourtCall Charges	155.00
<u>Lien Searches</u>			
<u>Date</u>	<u>Description</u>		<u>Amount</u>
09/16/16	Lien Searches - Paid to: CT SERVICES- collateral Amendment Filing-DC Recorder of Deeds		652.00
		Lien Searches	652.00
<u>Photocopy</u>			
<u>Date</u>	<u>Description</u>		<u>Amount</u>
09/13/16	2345 BW Copies (\$0.10/page)		234.50
		Photocopy	234.50
<u>Postage</u>			
<u>Date</u>	<u>Description</u>		<u>Amount</u>
09/13/16	Postage		22.95
		Postage	22.95
<u>Recording Fees</u>			
<u>Date</u>	<u>Description</u>		<u>Amount</u>
09/13/16	Recording Fees - Paid to: REGISTER OF COPYRIGHTS Copyright Recording		140.00
		Recording Fees	140.00
<u>Tabs and Binding</u>			
<u>Date</u>	<u>Description</u>		<u>Amount</u>
09/13/16	Tabs and Binding		1.32
09/13/16	Tabs and Binding		6.30
09/13/16	Tabs and Binding		4.50
09/20/16	Tabs and Binding		1.92
09/22/16	Tabs and Binding		0.84
		Tabs and Binding	14.88
<u>Transcript of Testimony</u>			
<u>Date</u>	<u>Description</u>		<u>Amount</u>
09/14/16	Transcript of Testimony - Paid to: VERITEXT NEW YORK REPORTING CO. - Original Transcript		157.92
09/16/16	Transcript of Testimony - Paid to: VERITEXT NEW YORK REPORTING CO. - Transcripts		253.37
09/21/16	Transcript of Testimony - Paid to: VERITEXT NEW YORK REPORTING CO.- Transcript from Denton Hearing		138.72
		Transcript of Testimony	550.01
<u>USPTO Charges</u>			
<u>Date</u>	<u>Description</u>		<u>Amount</u>
09/07/16	USPTO Charge - Trademark Charge		40.00
09/07/16	USPTO Charge - Trademark Charge		40.00



1211 AVENUE OF THE AMERICAS
 NEW YORK, NY 10036-8704
 212-596-9000 F 212-596-9090
 WWW.ROPESGRAY.COM

Detail of Disbursements			
09/13/16	USPTO Charge - Trademark Charge		40.00
09/09/16	USPTO Charge - Marks Charge		375.00
09/09/16	USPTO Charge - Application Filing		300.00
09/09/16	Application Charge		100.00
09/09/16	USPTO Charge - Affidavit Charge		100.00
09/09/16	Affidavit Charge		100.00
	USPTO Charges		<u>1,095.00</u>
	Total Disbursements	\$	12,025.51

Exhibit H

Detail of Fees for the Compensation Period

Invoice No.: 1025505
 Invoice Date: August 19, 2016
 Federal Tax ID: 04-2233412

Gawker Media LLC
 114 Fifth Avenue, 2nd floor
 New York, NY 10011

FOR PROFESSIONAL SERVICES rendered through July 31, 2016.

112782-0002 Reporting (MOR/SEC) Services	\$ 39,209.00
112782-0004 Litigation Services	667,037.00
112782-0006 Asset/Lien & Recovery Analysis Services	142.50
112782-0008 R&G Retention & Fee Applications Services	23,782.50
112782-0012 Sales Services	179,709.50
112782-0013 Claims Services	19,735.50
112782-0014 Travel Services	10,010.50
Adjustment to Services	<u>-5,005.25</u>
Total Services	5,005.25
112782-0015 Debtor-In-Possession/Cash Collateral Services	174,170.00

112782-0016 Other Retention & Fee Applications Services	131,214.50
112782-0017 Executory Contracts/Leases Services	107,271.25
112782-0018 Plan and Disclosure Statement Services	3,654.00
112782-0019 Hearings Services	58,274.00
112782-0020 Administration Services	126,815.75
112782-0021 Business Operations/Strategic Planning Services	125,981.00
112782-0022 Committee Matters/Meetings Services	33,940.00
112782-0023 Creditor & Shareholder Inquiries Services	1,193.00
112782-0024 Corporate Matters Services	22,272.00
112782-0025 Employee Benefits Issues Services	37,772.50

Disbursements and Charges

Air/Rail Travel	0.00	
Color Photocopy	82.50	
Computer Assisted Research	0.00	
Courier Service	360.70	
CourtCall Charges	407.00	
Filing Fee	3,434.00	
Hotel	0.00	
Late Meals	0.00	
Lien Searches	660.50	
Meals	0.00	
Miscellaneous	0.00	
Parking	0.00	
Photocopy	4,376.36	
Postage	22.95	
Recording Fees	170.00	
Registered Agent	574.00	
Tabs and Binding	170.94	
Taxi/Car Service	0.00	
Transcript of Testimony	4,967.55	
USPTO Charge - Recording Trademark Assignment	80.00	
USPTO Charge - Subsequent Marks in Same Doc	400.00	
Total Disbursements and Charges		15,706.50
TOTAL		\$ 1,772,885.75

Payment Instructions		
Mail checks to: Ropes & Gray LLP Mail Code: 11104 P.O. Box 11839 Newark, NJ 07101-8138	ACH Fund & Domestic Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 153 East 53rd Street New York, NY 10043	International Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 111 Wall Street New York, NY 10005

File No.: 112782-0002 Reporting (MOR/SEC)

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/28/16	Dasaro, S.	0.70	Call with Opportune and Prime Clerk regarding SOFAs and schedules.	444.50
07/13/16	Agudelo, J.	2.10	E-mails with J. Wright regarding Debtors' IP for schedules (0.2), telephone conference with same regarding same (0.2), e-mails with client regarding same (0.3), telephone conference with client regarding same (0.4), e-mails with K. Alexander regarding same (0.2), review documentation in respect of SOFA answers (0.4), office conference with S. Dasaro regarding same (0.2), e-mails with S. Dasaro regarding pending litigation disclosures (0.2).	1,722.00
07/13/16	Dasaro, S.	0.70	Meet with J. Agudelo regarding preparation of SOFAs (.2); attention to the same (.2); correspondence with J. Agudelo regarding pending litigation disclosures (0.2); call with M. Weinberg regarding calendaring (.1).	444.50
07/14/16	Wright, J.	1.70	Call with J. Agudelo regarding schedules (0.3); correspondence with team re schedules and cure notices (0.4); draft Global Notes for Schedules and SOFAs (1.0).	1,504.50
07/14/16	Agudelo, J.	1.50	E-mails with client regarding follow up on schedules discussion (0.2); telephone conference with same regarding same (0.7); confer with K. Alexander regarding same (0.3); telephone conference with J. Wright regarding same (0.3).	1,230.00
07/14/16	Alexander, K.	0.30	Confer with J. Agudelo re schedules.	259.50
07/15/16	Galardi, G.	0.90	Calls with the UST re: Schedules (.3); follow-up and respond to questions regarding schedules and statements (.6)	1,107.00
07/16/16	Agudelo, J.	1.30	Revise notes for schedules (0.7), telephone conference with M. Sybert regarding schedules (0.2), e-mail with S. Dasaro regarding first day relief (0.1), e-mail to M. Williams (0.1), e-mails to K. Alexander, J. Wright regarding schedules (0.2).	1,066.00
07/17/16	Galardi, G.	1.10	Call re: sofas and schedules re: various matters (.8); review global notes (.3)	1,353.00
07/17/16	Wright, J.	1.30	Review and comment on schedules and statements (1.0). Call with J. Agudelo, Opportune, and Primeclerk re same (0.3).	1,150.50
07/17/16	Agudelo, J.	2.70	E-mails with G. Galardi regarding schedules (0.3), telephone conference with G. Galardi, client regarding same (0.8), follow up e-mail to client regarding same (0.1), e-mails with	2,214.00

Our Reference #: 112782-0002

Joint Group: 112782-FDraft

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/18/16	Wright, J.	0.60	Opportune team, J. Wright regarding schedules (0.5), telephone conference with same regarding same (0.8), e-mails with K. Alexander regarding same (0.2). Call with J. Agudelo re schedules (0.1). Review revisions to same (0.5)	531.00
07/18/16	Agudelo, J.	2.90	Office conferences with K. Alexander regarding schedules (0.5), several e-mails with Opportune team regarding same (0.5), telephone conferences with S. Abdel regarding same (0.4), telephone conference with J. Wright regarding specific queries from Opportune and office conference with G. Galardi regarding extension request for schedules (0.3), office conferences with S. Dasaro regarding notice of presentment and motion in respect of same (0.2), review same before filing (0.2), telephone conference with group regarding draft schedules (0.3), review edits to global notes (0.3), begin reviewing schedules (0.2).	2,378.00
07/18/16	Alexander, K.	0.80	Confer and correspond re motion to extend schedules (.3); follow up re schedules (.2); review and revise bar date notice and correspondence re same (.3).	692.00
07/19/16	Galardi, G.	0.30	Review schedules and Sofas	369.00
07/19/16	Wright, J.	0.40	Review revised SOFAs (0.4).	354.00
07/19/16	Agudelo, J.	4.00	Review schedule and SOFA drafts for all debtors (2.5), many e-mails with Opportune, Prime Clerk teams regarding questions and comments to same (0.6), e-mails with K. Alexander, J. Gill, S. Dasaro regarding related issues (0.3), several e-mails with client regarding addresses for schedules (0.4), e-mails with K. Alexander regarding transmission of schedules/SOFA to G. Galardi, UST (0.2).	3,280.00
07/20/16	Galardi, G.	2.20	Review schedules and statements and confer with J. Agudelo re same (1.2); review and comment on global notes (.7); address order re request for extension (.3).	2,706.00
07/20/16	Agudelo, J.	11.30	Detailed review and revision of shcedules and statements of financial affairs, including global notes (7.1), telephone conferences with M. Williams of Prime Clerk regarding same (1.0), e-mails to team regarding same (1.0), telephone conferences with W. Holden, S. Abdel regarding same (0.3), several telephone conferences with M. Syptert regarding same (0.4), office	9,266.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			conferences with S. Dasaro regarding filing (0.2), correspondence with managing clerk's officer regarding filing of same (0.7), office conferences with G. Galardi regarding schedules/SOFAS review (0.4), telephone conferences with K. Alexander regarding same (0.2).	
07/22/16	Agudelo, J.	0.50	Office conference with S. Dasaro regarding case management procedures (0.3), e-mails with K. Alexander, W. Holden regarding US Trustee query on schedules/SOFAS (0.2).	410.00
07/25/16	Agudelo, J.	0.20	E-mails with G. Galardi regarding schedules and SOFAs filed last week.	164.00
07/26/16	Galardi, G.	1.30	Call with Will Holden re: schedules and 341 meeting (.4); follow-up re: documents and issues for US Trustee (.5); review and respond to emails re: US Trustee/341 meeting issues and requests (.4).	1,599.00
07/27/16	Galardi, G.	1.20	Prepare for 341 meeting (.8); review schedules and statements for same (.4).	1,476.00
07/27/16	Weinberg, M.	0.10	Gather schedules and SOFAs for J. Agudelo.	28.50
07/28/16	Galardi, G.	2.10	Prepare for and attend 341 meeting	2,583.00
07/28/16	Weinberg, M.	0.20	Research regarding union issues for S. Dasaro.	57.00
07/29/16	Agudelo, J.	1.00	E-mails with S. Kaneyasu-Speck regarding documents requested by US Trustee's office (0.2); review same (0.3); e-mail to G. Galardi regarding same (0.2); confer with team regarding same (.2); e-mail to US Trustee's office regarding same (0.1).	820.00
		Total Hours	43.40	Total Amount \$ 39,209.00

Services \$ 39,209.00

Total Due \$ 39,209.00

File No.: 112782-0004 Litigation

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/10/16	Galardi, G.	0.70	Address client calls re: TRO proceedings (.7).	861.00
06/10/16	Gill, J.	1.90	Comments to press release, correspondence regarding same (0.4); review overnight drafts of open issues, respond to Shaw and team (0.5); prepare for external call on issues (0.5); internal Gawker team call with Ropes, Gawker and Holden (0.5).	1,957.00
06/10/16	Winograd, M.	7.90	Prepare for and participate in court hearing (3.5); assist with court filings (1.0); join call with court (0.2); join call with Florida counsel (0.4); prepare materials for court hearing (1.8); review supplemental court filings (0.8); emails re hearing schedule (0.2).^	6,991.50
06/10/16	Winograd, M.	3.60	Revise and finalize motion papers and complaint (3.6).	3,186.00
06/10/16	Bierut, E.	2.50	Assist with hearing on temporary restraining order (.50); discuss filing with clerk, Ropes team (0.60); discuss preliminary injunction preparation with G. Galardi and M. Winograd (.40); assembled preliminary injunction papers and coordinate filing, service (1).	1,375.00
06/10/16	Kellogg, P.	0.80	Revise and edit memorandum in support of motion for preliminary injunction and temporary restraining order (.8).	564.00
06/10/16	Graham, L.	3.50	Assisted K. Alexander and L. Bierut with preparing binders of cases cited in Memorandum of Law In Support of Debtor's Motion for Preliminary Injunction and Extension of Automatic Stay.	910.00
06/10/16	Duffy, M.	1.00	Telephone conference with M. Weinberg to discuss bankruptcy procedure.	370.00
06/11/16	Hennes, D.	1.00	Phone conferences with Winograd; email to/from Winograd, Galardi.	1,165.00
06/11/16	Winograd, M.	7.50	Emails and call with counsel re litigation proceedings (1.6); review complaints from various actions (1.3); emails with client re court filings (1.4); emails and proofing re service copies of papers for Court (0.5); calls and emails re status of case, tasks, materials for court hearing and scheduling (1.4); calls re court hearing and scheduling; assign and discuss drafting of litigation materials (0.7); emails and calls re legal research findings and litigation strategy (0.8).	6,637.50
06/12/16	Hennes, D.	2.00	Phone conference with Kate; phone	2,330.00

Our Reference #: 112782-0004

Joint Group: 112782-FDraft

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/12/16	Winograd, M.	6.80	conferences with Winograd; phone conference with Winograd, Galardi; email to/from Winograd, Galardi, Alexander. Emails and calls re scheduling (0.3); call with counsel to discuss litigation strategy (0.6); conduct, assign and review legal research re potential motions (5.2); calls re scheduling and case strategy (0.3); review and edit litigation materials (0.4).	6,018.00
06/12/16	Bierut, E.	8.20	Draft litigation materials in connection with court hearing (4.20); analyze documents re preliminary injunction (1.50); analyze first day declaration (1.00); analyze motions re preliminary injunction (1.00); revise litigation materials in connection with hearing (0.50).	4,510.00
06/12/16	Kellogg, P.	2.00	Legal research re bankruptcy litigation (2).	1,410.00
06/12/16	Duffy, M.	6.00	On call, Ch. 11 filing in SDNY Bankruptcy for S. Dasaro, K. Alexander.	2,220.00
06/12/16	Lang, P.	0.80	Legal esearch for L. Bierut (.4); legal research regarding underlying litigation (.4).	268.00
06/13/16	Hennes, D.	0.80	Revise notice; phone conferences with Winograd.	932.00
06/13/16	Winograd, M.	6.20	Receive calls from law clerks re motion and scheduling (0.2); discuss case strategy (0.3); draft, revise and file Notice of Conference (0.5); assign and review legal research (1.5); compile and circulate status sheet re open actions (1.1); calls and emails with Levine Sullivan re case strategy and coordination (1.2); calls re status conference (0.3); revise and proof cover letter for courtesy copies (0.2); call from attorney in related action (0.2); discuss strategy (0.5); call with co-counsel re case strategy (0.2).	5,487.00
06/13/16	Alexander, K.	1.50	Telephone conference with Ropes team and client re litigation strategy (.75); telephone conference with M. Winograd (.25); office conference with S. Dasaro re case status and planning issues (.5)	1,297.50
06/13/16	Bierut, E.	3.00	Draft agenda for status conference (0.30); draft notice to all parties in adversary proceeding regarding conference (0.70); draft letter to court regarding courtesy copies of preliminary injunction papers (0.30); coordinate delivery of courtesy copies (0.70); confirm parties to be served (1.00).	1,650.00
06/13/16	Kellogg, P.	2.70	Draft portions of brief re: extension of stay.	1,903.50
06/13/16	Graham, L.	0.50	Assisted E. Bierut with coordination of filings and delivery to court.	130.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/13/16	Lang, P.	0.30	Efiled notice of conference for M. Winograd.	100.50
06/14/16	Galardi, G.	0.60	Address preliminary injunction issues and scheduling.	738.00
06/14/16	Hennes, D.	0.50	Confer with M. Winograd re litigation matters.	582.50
06/14/16	Winograd, M.	8.80	Emails and calls with E. Fisher re PI proceedings (0.5); calls and emails with Levine re related actions (0.6); review and discuss litigation materials (1.2); discuss logistics for conference (0.3); discuss likely agenda for conference (0.2); emails re strategy and timetable (0.3); review first day declarations and discuss case strategy (0.9); emails from Levine (0.5); calls with Levine re related actions (0.2); discuss status and history of recent proceedings in related actions (0.4); prepare for status conference (1.5); request and review binders for conference (1.4); emails and calls re litigation issues (0.8).	7,788.00
06/14/16	Bierut, E.	7.10	Analyze indemnity matters (1.10); summarize same (1.00); analyze litigation materials in underlying matter (3.5); revised agenda for status conference (1.00); discuss preparation for hearing with S. Dasaro (0.50).	3,905.00
06/14/16	Graham, L.	0.50	Assisted E. Bierut with organizing litigation materials.	130.00
06/15/16	Galardi, G.	0.70	Follow-up re: next steps and litigation strategy.	861.00
06/15/16	Hennes, D.	1.00	Confer with M. Winograd re litigation matters.	1,165.00
06/15/16	Winograd, M.	7.60	Preparation and outlining for conference (3.5); participate in and follow up from conference (2.1); update counsel re conference (0.5); meeting re status and to-dos (0.6); coordination for hearing (0.3); call with counsel for Denton re hearing (0.3); discuss timing strategy re briefing schedule and stay (0.3).`	6,726.00
06/15/16	Bierut, E.	3.00	Analyzed plaintiffs' motions (0.50); coordinate with K. Alexander and M. Winograd regarding materials to bring to status conference (0.75); assist at status conference (1.75).	1,650.00
06/16/16	Galardi, G.	0.60	Address litigation stay and related issues.	738.00
06/16/16	Hennes, D.	0.50	Phone conference with Winograd; emails re timing.	582.50
06/16/16	Winograd, M.	3.90	Draft, discuss, revise correspondence	3,451.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/16/16	Bierut, E.	3.90	outlining strategy (.7); review materials re related actions (.3); review and comment on correspondence from opposing counsel (.3); correspondence re related action (.4); discuss preparation for hearing (.4); review and discuss procedure for hearings (.3); calls with counsel for Denton (.5); review litigation materials (1.0)	2,145.00
06/17/16	Hennes, D.	1.00	Discuss preparation for preliminary injunction hearing with M. Winograd (0.30); draft materials in preparation for preliminary injunction hearing (2.60); revise same (1.00).	1,165.00
06/17/16	Winograd, M.	9.10	Conferences with Winograd; phone conference with Fisher, Tabak; phone conference with Galardi; review discovery demand.	8,053.50
06/17/16	Alexander, K.	0.60	Emails with E. Fisher re litigation (.2); emails re call with E. Fisher (.2); call with LSKS re deadlines (.5); discuss litigation matters (.3); confer and correspond with LSKS (.2); call re litigation (.2); emails re potential motion (.2); call from LSKS re motions (.2); mark up, circulate and further mark-up motion (.9); draft and assign additional drafting for motion (1.5); receive, review and discuss discovery requests from related action (.8); revise and re-circulate draft letter to court (1.3); research and drafting for motion (2.6).	519.00
06/17/16	Alexander, K.	0.40	Telephone conference with M Berry regarding status of litigation and follow up re same (.3); confer with M. Winograd re same (.3)	346.00
06/17/16	Bierut, E.	6.50	Telephone conference with G Galardi regarding litigation strategy (.2), confer with M. Winograd re same and correspondence re same (.2)	3,575.00
06/18/16	Hennes, D.	1.50	Discuss motion with K. Alexander (0.50); draft motion (5.00); research related legal issues (1.00).	1,747.50
06/18/16	Winograd, M.	4.00	Revise motion; revise letter to court re discovery; email to/from Winograd.	3,540.00
06/18/16	Bierut, E.	2.00	Revise and circulate draft letter re discovery (.6); Revise and circulate draft motion (1.4); review comments, revise and circulate draft letter and motion (1.5); confer re strategy (.5)	1,100.00
06/18/16	Bierut, E.	2.00	Revise letter to court (0.60); revise motion (1.40).	

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/18/16	Roitman, M.	3.50	Review and revise draft motion re litigation matters (1.9); Research re: litigation matters (1.3); Call with K. Alexander re: same (0.2); Emails with M. Winograd and L. Bierut re: same (0.1).	3,027.50
06/19/16	Hennes, D.	0.50	Review letter; phone conference with Winograd.	582.50
06/19/16	Winograd, M.	1.70	Receive and review email from E. Fisher re court filings (.2); draft response to Fisher (.3); emails and call re proposed response to Fisher (.4); revise and send response to Fisher (.2); review and circulate current drafts of letter re litigation issues (.3); emails with E. Fisher (.3)	1,504.50
06/20/16	Hennes, D.	0.50	Conference with Winograd (.4); email to/from Fischer (.1).	582.50
06/20/16	Winograd, M.	3.80	Correspondence with Fisher (.2); emails re Motion (.2); revise Motion (1); review and email draft motion to client (.2); emails with client re Motion (.3); review and edit revised draft Motion (.5); emails with Levine Sullivan re related action (.1); discuss strategy re Motion (.2); discuss redaction of issues (.2); email from Levine Sullivan re filings in related action(.2); emails with Fisher setting up call (.2) review and emails with client re case strategy (.5)	3,363.00
06/20/16	Bierut, E.	1.20	Discuss motion and discovery with M. Winograd and K. Alexander (0.30); revise motion (0.70); revise letter to court (0.20).	660.00
06/20/16	Weinberg, M.	0.80	Cite-check motion for L. Bierut (0.6); redact documents regarding same (0.2).	228.00
06/21/16	Gill, J.	0.30	Review Bollea objection (0.3).	309.00
06/21/16	Hennes, D.	1.00	Email to/from, phone conference with Winograd; revise letter to Court.	1,165.00
06/21/16	Winograd, M.	7.50	Calls with Levine Sullivan (.5); prepare for and participate in meet and confer (1.50); summary email and follow up from meet and confer (1); update counsel re meet and confer (.2); call with Levine Sullivan re strategy (.5); call with client re status and filings (.4); discuss and revise letter to court (1); emails re discovery and documents (.5); review and edit litigation materials (.2); emails re draft motion (.2); call re motion and letter (.2); assign research for letter and conversion of letter into motion (.3); review emails remotion and revise motion (.4); review and emails re documents to be produced (.6)	6,637.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/21/16	Alexander, K.	2.70	Telephone conference with client to follow up re documents (.5); telephone conference with L. Beirut (.2); analysis re same (.6); office conference with J. Agudelo and follow up re same (.9); telephone conference with company re pending litigation (.5).	2,335.50
06/21/16	Alexander, K.	0.50	Confer with L. Bierut, correspondence re litigation issues (.5).	432.50
06/21/16	Bierut, E.	5.30	Collect documents to produce to Mr. Bollea's counsel (1.30); prepare documents for production (0.50); revise motion (2.2); revise proposed order for motion (1.0); discuss motion with K. Alexander (0.30).	2,915.00
06/21/16	Dasaro, S.	1.50	Conduct legal research regarding reply brief in connection with objection to sale motion.	952.50
06/21/16	Dasaro, S.	0.40	Review motion and correspondence with E. Bierut regarding same.	254.00
06/21/16	Weinberg, M.	1.50	Draft and e-file notice of appearance for M. Winograd (0.4); call regarding same (0.1); research rules regarding same (0.2); prepare documents for production for L. Bierut (0.1); gather documents regarding same (0.2); coordinate bates numbering of production documents (0.5)	427.50
06/22/16	Gill, J.	0.90	Office conference with S. Dasaro regarding litigation strategy (0.2); office conference re litigation (0.3); preparation and telephone call with counsel regarding litigation (0.2); telephone call with counsel re litigation (0.2).	927.00
06/22/16	Hennes, D.	0.80	Phone conference with Winograd (.7); revise letter to Court (.1).	932.00
06/22/16	Winograd, M.	5.40	Prepare for and participate in meet and confer with counsel (1); revise letter to court (.8); discuss potential agreement on stay with counsel (.5); review and discuss edits to motion (.8); review and discuss docs to be produced (.6); emails re proceedings (.3); review edits to, and further revise, motion (.5); draft and revise production cover letter (.9)	4,779.00
06/22/16	Agudelo, J.	0.40	Office conference with K. Alexander regarding litigation strategy (0.1), e-mail to litigators regarding same (0.3).	328.00
06/22/16	Alexander, K.	1.20	Analysis of litigation issues and confer with L. Bierut, G. Galardi re same.	1,038.00
06/22/16	Dasaro, S.	3.50	Draft reply brief to objection to bidding procedures.	2,222.50
06/22/16	Weinberg, M.	0.50	Redact documents for production for L. Bierut.	142.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/23/16	Gill, J.	2.20	Correspondence regarding related action (0.2); telephone call with E. Fisher regarding related action (0.3); follow up with client regarding bankruptcy logistics (0.6); continue coordinating logistics (0.3); telephone call with client (0.3); prepare credit schedule (0.3); circulate to counsel (0.2).	2,266.00
06/23/16	Hennes, D.	0.50	Revise letter (.2); conference with Winograd (.3).	582.50
06/23/16	Winograd, M.	6.80	Call with Fisher and Tabak re stay and discovery (.5); call with Levine Sullivan re stay (.7); call with counsel re stay (.4); review comments and revise production cover letter (.5); discuss production logistics (.3); calls re stay (.5); finalize and make production (1.1); review proposed stay order (.8); emails re new hearing date (.4); review materials from client (.5); discuss and email proposed stay order (.4); discuss stay (.3); call re status (.2); emails re notice of hearing (.2).	6,018.00
06/23/16	Agudelo, J.	0.20	E-mails with K. Alexander, C. O'Connell regarding litigation.	164.00
06/23/16	Alexander, K.	0.90	Review research re litigation issues (.5); telephone conference with counsel at company (.4).	778.50
06/23/16	Alexander, K.	0.30	Review and analysis of litigation issues.	259.50
06/23/16	Bierut, E.	1.30	Revise cover letter for court filing (0.50); review materials in connection with underlying litigation (0.30); analyze underlying litigation (0.50).	715.00
06/23/16	Dasaro, S.	2.00	Confer with M. Roitman and J. Gill regarding reply to objection to bidding procedures (.3); research case law in connection with reply (1.7).	1,270.00
06/23/16	Weinberg, M.	0.20	Redact documents for production for L. Bierut (0.2)	57.00
06/24/16	Galardi, G.	0.70	Work on litigation strategy and next steps (.7)	861.00
06/24/16	Gill, J.	1.00	Correspondence regarding litigation (0.3); confer internally re same (0.2); call with client (0.2); telephone call Galardi (0.1); correspondence on related action (0.2).	1,030.00
06/24/16	Gill, J.	0.40	Case strategy with Alexander (0.4)	412.00
06/24/16	Winograd, M.	3.20	Emails re status of actions (.2); emails with Cayman counsel re issue (.6); emails, calls and drafting re proposed stay order (1.2); emails and drafting for motion (1.2);	2,832.00
06/24/16	Dasaro, S.	3.00	Internal meetings regarding reply to related	1,905.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			action (.8) draft response in connection with related action (2.2)	
06/25/16	Hennes, D.	0.20	Phone conference with Winograd.	233.00
06/25/16	Winograd, M.	3.90	Review counsel's counter-proposal re stay order (.8); calls re proposed stay order (1); outline and email edits to stay order (1.1); research in connection with the same (1)	3,451.50
06/25/16	Alexander, K.	2.00	Draft, review and revise analysis re litigation matters.	1,730.00
06/26/16	Winograd, M.	5.40	Calls re stay order (.5); review, mark-up and calls re proposed revised stay order (2.4); mark-up revised draft motion (2.1); emails re logistics for motion (.4)	4,779.00
06/26/16	Alexander, K.	0.40	Confer and correspond with L. Bierut, team re pending tasks (.4).	346.00
06/26/16	Bierut, E.	10.30	Discuss motion with K. Alexander (0.40); research law involving bankruptcy code for motion (4.50); draft motion (3.9); revise motion (1.50).	5,665.00
06/27/16	Galardi, G.	1.10	Address discovery issues (1.1).	1,353.00
06/27/16	Winograd, M.	3.60	Emails and calls re motion (.8); revise and circulate motion (1.5); discuss, further revised and send motion to counsel (.8); emails re hearing preparation (.5)	3,186.00
06/27/16	Dasaro, S.	2.10	Emails with E. Bierut regarding motion (.3); speak with E. Bierut regarding same (.2); speak with K. Alexander regarding same (.2); draft declaration in connection with same (.8); review and cite check brief (.6).	1,333.50
06/28/16	Galardi, G.	1.20	Work on stipulations, letter to court and various other matters in connection with preliminary injunctino and judgment matters.	1,476.00
06/28/16	Hennes, D.	0.70	Email to/from Winograd(.2); revise letter to Court (.5).	815.50
06/28/16	Winograd, M.	6.90	Review and discuss email from counsel re litigation matters (.5); review and discuss counsel's letter to the Court re discovery (1); emails with client re litigation strategy (.3); research, discuss and revise response to discovery letter (2.9); follow up emails re discovery letters (.3); calls with Court re discovery conference (.2); emails with counsel re discovery conference (.1); emails re discovery conference (.2); receive, review and discuss motion (.8); emails with counsel re motion (.6)	6,106.50
06/28/16	Alexander, K.	0.40	Telephone conferences with S. Berlin.	346.00
06/28/16	Bierut, E.	1.40	Edit letter to send to court (0.40); research case law to support letter to court (1.00).	770.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/28/16	Graham, L.	1.50	Assisted E. Bierut with reviewing court filings, created a binder and index of the same.	390.00
06/28/16	Weinberg, M.	0.50	E-file letter and coordinate service of same (0.3); emails regarding same (0.2).	142.50
06/29/16	Galardi, G.	0.90	Address stay negotiations (.6); address discovery hearing issues (.3)	1,107.00
06/29/16	Winograd, M.	4.90	Emails re adversary proceeding (.1); emails and negotiations re proposed stay order (.8); calls with counsel re proposed stay order (.8); emails re discovery dispute (.4); emails and call with counsel (.7); prepare for discovery conference (1.3); research re PI motion (.8)	4,336.50
06/29/16	Bierut, E.	1.80	Prepare for conference regarding discovery (1.50); discuss conference with M. Winograd (0.30).	990.00
06/30/16	Galardi, G.	1.20	Attend discovery conference	1,476.00
06/30/16	Hennes, D.	0.50	Telephone calls and emails with M. Winograd.	582.50
06/30/16	Winograd, M.	7.60	Prepare for court conference (1.2); participate in conference (1); call with client re conference (.2); emails re conference (.3); emails re depositions (.3); logistics for depositions (.3); prepare for depositions (2.6); call with client (.2); emails with client (.3); call with counsel re discovery (.1); discuss review and production of documents (.5); review docs and discuss preparation for production (.6)	6,726.00
06/30/16	Bierut, E.	4.80	Analyze case for preliminary injunction briefing (0.80); analyze judgment in underlying litigation (2.00); analyze document to produce to opposing counsel (1.50); discuss discovery requests with M. Winograd and S. Dasaro (0.50).	2,640.00
06/30/16	Dasaro, S.	0.40	Attention to litigation matters (.4).	254.00
06/30/16	Hussain, S.	0.40	Confer with E. Bierut regarding case status.	182.00
06/30/16	Weinberg, M.	0.30	Calendar upcoming dates and deadlines for team (0.1); emails regarding same (0.1); emails with L. Bierut regarding deposition and court reporter (0.1).	85.50
07/01/16	Hennes, D.	0.20	Telephone call with Winograd.	233.00
07/01/16	Winograd, M.	5.60	Review and discuss production (.9); review and discuss stay (.4); emails and call with Simpson re discovery (.5); research re litigation matters (2.1); emails with client (.2); review expense charts (.3); emails with counsel re depositions (.3); review insurance policies (.5); review court filing (.2); prepare for depositions (1)	4,956.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/01/16	Alexander, K.	0.40	Correspondence with client re litigation matters (.2); correspondence with litigation team re open matters (.2).	346.00
07/01/16	Alexander, K.	0.30	Confer with client re litigation matters (.2); correspondence to M. Wingograd re case (.1).	259.50
07/01/16	Alexander, K.	1.00	Review and analysis re litigation matters.	865.00
07/01/16	Bierut, E.	5.00	Legal research re underlying litigation	2,750.00
07/01/16	Bierut, E.	4.50	Discuss issues for depositions with S. Berlin and M. Winograd (1.50); draft outline in preparation of preliminary injunction hearing (2.00); draft task list in preparation for depositions (0.50); analyze documents in preparation for hearing (0.50).	2,475.00
07/01/16	Weinberg, M.	0.20	Emails regarding production.	57.00
07/02/16	Winograd, M.	2.60	Prepare for depositions and hearings (2.3); review and revise materials for deposition (.3);	2,301.00
07/04/16	Hennes, D.	0.40	Email to and from, telephone conference with M. Winograd.	466.00
07/04/16	Winograd, M.	1.10	Emails re depositions (.5); logistics for depositions (.2); prepare for depositions (.4)	973.50
07/04/16	Kellogg, P.	1.20	Prepare for meetings with W. Holden and H. Dietrick re: upcoming depositions. (1.2).	846.00
07/05/16	Galardi, G.	1.10	Follow-up re: deposition preparation and litigation strategy	1,353.00
07/05/16	Hennes, D.	8.00	Email to and from Winograd (.5); prepare for depositions (2); prep witnesses for depositions (5); telephone conference with G. Galardi (.5).	9,320.00
07/05/16	Winograd, M.	9.90	Prepare witnesses for depositions (5.1); review opposition brief (.8); outline reply brief (1.5); emails and calls with counsel re underlying litigation (.4); review related docs (.3); emails with counsel re pre-trial order and discovery (.3); emails with counsel re depositions (.2); review article re litigation issue (.2); draft production cover letters (.3); review and produce documents (.8)	8,761.50
07/05/16	Bierut, E.	2.50	Analyze opposition brief for preliminary injunction hearing (1.50); discuss reply brief with P. Kellogg and M. Winograd (0.50); prepare production in connection with preliminary injunction briefing (0.50).	1,375.00
07/05/16	Dasaro, S.	0.50	Review transcript from preliminary injunction hearing (.3); review opposition to preliminary injunction motion (.2).	317.50
07/05/16	Kellogg, P.	3.00	Prepare for and attend H. Dietrick deposition prep. session (2.0); prepare for W. Holden deposition prep. session (.4); review and	2,115.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/05/16	Weinberg, M.	0.30	analyze hearing transcript re: scope of depositions (.6)	85.50
07/05/16	Weinberg, M.	1.00	Emails regarding production and related documents.	285.00
07/06/16	Weinberg, M.	1.00	Prepare litigation materials for team (0.5); prepare documents for production and coordinate bates stamping of same for L. Bierut (0.5).	1,353.00
07/06/16	Galardi, G.	1.10	Correspondence with team regarding reply brief (.3); work on litigation strategy re: same (.8).	13,747.00
07/06/16	Hennes, D.	11.80	Prepare for depositions (1.0); email to/from Winograd (.3); prepare witnesses for depositions (2.0); defend Denton, Dietrich, Holden depositions (8.0); team meeting (.5).	9,027.00
07/06/16	Winograd, M.	10.20	Prepare for depositions (.9); correspondence with D. Hennes regarding the same (.2); prepare witnesses for depositions (2.1); defend depositions (2.6); emails re strategy (.5); outlining for reply brief (1.2); research and drafting for reply brief (2.7).	82.00
07/06/16	Agudelo, J.	0.10	E-mails with P. Kellogg, S. Dasaro regarding reply brief.	519.00
07/06/16	Alexander, K.	0.60	Telephone conference with in-house counsel re legal matters (.2); telephone conference with Cahill regarding same (.2); confer with M. Winograd re litigation matters (.2).	5,665.00
07/06/16	Bierut, E.	10.30	Prepare for depositions (1.50); discuss reply brief with P. Kellogg (0.50); discuss hearing preparation with D. Hennes, M. Winograd, and P. Kellogg (0.50); analyze deposition transcripts (3.00); prepare for court proceedings (0.50); review research regarding Delaware law (1.30); draft litigation materials (3.00).	2,047.50
07/06/16	Hussain, S.	4.50	Conduct legal research in connection with adversary proceeding.	5,710.50
07/06/16	Kellogg, P.	8.10	Outline reply brief in support of motion for preliminary injunction (6.7); discuss the same with E. Bierut (.5); correspondence regarding the same with J. Agudelo and S. Dasaro (.2); prepare for (.1) and meet with D. Hennes, M. Winograd and E. Bierut re: reply brief and related hearing (.6).	810.00
07/06/16	Walkingshaw, P.	1.50	Review opposition brief.	142.50
07/06/16	Weinberg, M.	0.50	Gather cases from PI opposition papers for P. Kellogg.	2,213.50
07/07/16	Hennes, D.	1.90	Conference with Winograd in preparation for hearing (.4); revise examination outlines (1.1); phone calls to client (.2); revise	

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/07/16	Winograd, M.	9.20	response to counsel (.2). Research, writing and discussion for reply brief (5.2); updates re status (.6); review depo transcripts (1); emails re depositions (.2); call with counsel re depositions and strategy (.5); emails re hearing (.2); emails to Bollea counsel re witnesses and time to respond to complaint (.3); emails re documents (.5); emails re witness prep (.2); plan strategy for hearing (.5)	8,142.00
07/07/16	Agudelo, J.	3.90	Conduct legal research in connection with reply (2.5), draft memorandum for P. Kellogg regarding same (1.2), e-mails with P. Kellogg regarding same (0.2).	3,198.00
07/07/16	Bierut, E.	8.70	Analyze litigation briefing (0.50); revise litigation materials (3.00); analyze exhibits used in client depositions (1.70); draft litigation materials (3.50).	4,785.00
07/07/16	Hussain, S.	2.90	Conduct legal research for reply brief (1.6); summarize findings regarding the same (1.3).	1,319.50
07/07/16	Kellogg, P.	7.80	Prepare reply brief (7.6); correspondence with J. Agudelo regarding research (.2).	5,499.00
07/07/16	Walkingshaw, P.	0.90	Revise reply brief.	486.00
07/07/16	Walkingshaw, P.	1.40	Review witness deposition transcript.	756.00
07/08/16	Galardi, G.	0.70	Call with M. Winograd and D. Hennes regarding preparation for hearing (.5); confer with K. Alexander regarding same (.2).	861.00
07/08/16	Hennes, D.	2.50	Review materials in preparation for trial (1.5); call with G. Galardi and M. Winograd to discuss strategy for the same (.5); confer with M. Winograd regarding adjournment and related scheduling issues (.5).	2,912.50
07/08/16	Winograd, M.	7.80	Research, writing and discussion re brief (5.6); confer with D. Hennes re adjournment (.5); draft docs for adjournment (.3); emails re hearing (.5); discuss strategy with D. Hennes and G. Galardi (.5); discuss witness outline with E. Bierut (.4)	6,903.00
07/08/16	Alexander, K.	1.00	Call with client re litigation matters (.6); confer with G. Galardi regarding same (.2); follow-up correspondence with team regarding same (.2).	865.00
07/08/16	Bierut, E.	7.90	Prepare for depositions (5.90); review draft of reply brief (1.00); analyze transcript of deposition (1.00).	4,345.00
07/08/16	Dasaro, S.	0.70	Obtain audio of hearing from court (.2); draft notice of adjournment for preliminary injunction and emails regarding same (.5).	444.50
07/08/16	Hussain, S.	3.00	Research issue in preparation for hearing	1,365.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(2.4); summarize preliminary findings regarding the same (.6).	
07/08/16	Kellogg, P.	9.40	Prepare reply brief (9); confer with M. Winograd regarding the same (.4).	6,627.00
07/08/16	Weinberg, M.	0.60	Review deposition transcripts and highlight reply (0.5); emails regarding same (0.1).	171.00
07/08/16	Lang, P.	0.30	Efiled notice of adjourned conference for S. Dasaro.	100.50
07/09/16	Galardi, G.	0.60	Review and comment on PI reply brief.	738.00
07/09/16	Hennes, D.	5.80	Review and revise reply brief (4); confer with team regarding same (.8); call with M. Winograd regarding same (.4); correspondence with team regarding same (.6).	6,757.00
07/09/16	Winograd, M.	8.20	Review and revise draft reply brief (1.4); research in connection with same (.7); review deposition transcripts in connection with the same (.8); assign and follow up re tasks for brief (.5); call with D. Hennes regarding brief (.4); confer with team re draft brief (.8); revise declaration (.4); emails re declaration and exhibits (.3); review comments, revise and circulate draft brief (2); emails re draft brief (.6); discuss logistics for filing (.3).	7,257.00
07/09/16	Bierut, E.	1.90	Analyze transcript of H. Dietrick (0.50); find citations for reply brief (1.40).	1,045.00
07/09/16	Dasaro, S.	2.00	Prepare analysis of litigation claims.	1,270.00
07/09/16	Kellogg, P.	5.50	Research for reply brief (4.1); confer with team regarding same (.8); correspondence with team regarding same (.6).	3,877.50
07/09/16	Gramberg, P.	2.00	Assist with highlight of deposition transcript citations.	460.00
07/10/16	Hennes, D.	2.50	Review and revise reply brief (1.8); call with M. Winograd regarding same (.3); correspondence with team re exhibits and logistics for filing (.4).	2,912.50
07/10/16	Winograd, M.	8.90	Review comments and revise reply brief (4.1); draft cover letter (.4); review comments and revise brief (2.1); call with D. Hennes regarding same (.3); confer with P. Kellogg re brief (.5); correspondence with team re exhibits and logistics for filing (.4); review comments, revise and circulate draft brief (1.1)	7,876.50
07/10/16	Alexander, K.	2.90	Review and analysis re litigation issues (2.9).	2,508.50
07/10/16	Bierut, E.	3.00	Proofread reply brief and declaration (0.50); edit reply brief (1.50); coordinate filing of same with paralegal team (0.20); locate	1,650.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/10/16	Kellogg, P.	9.60	citations in transcript (0.80). Prepare reply brief in support of motion for preliminary injunction (8.7); confer with M. Winograd regarding same (.5); correspondence with team regarding logistics for filing the same (.4).	6,768.00
07/10/16	Gramberg, P.	3.50	Continue with preparation of depositions citations highlights and citation exhibits.	805.00
07/10/16	Gramberg, P.	1.60	Prepare Exhibits for Declaration.	368.00
07/10/16	Gramberg, P.	0.50	Continue editing citation exhibits.	115.00
07/10/16	Weinberg, M.	2.00	Cite-check reply brief to PI opposition for P. Kellogg (1.6); research and gather litigation complaints for S. Dasaro (0.2); emails regarding TOA and TOC for brief (0.2).	570.00
07/11/16	Hennes, D.	1.10	Revise reply brief (.7); confer with M. Winograd regarding same (.2); correspondence with H. Dietrick regarding same (.2).	1,281.50
07/11/16	Winograd, M.	2.30	Correspondence with D. Hennes regarding reply papers (.2); revise and finalize cover letter (.2); serve and email filings (.3); logistics for PI hearing (.5); discuss preparation for PI hearing with E. Bierut and P. Kellogg (.5); emails re errata sheets (.3); emails re filings (.3).	2,035.50
07/11/16	Bierut, E.	7.40	Finalize reply brief for filing (2.40); finalize reply declaration and exhibits for filing (1.00); discuss witness preparation with P. Kellogg and M. Winograd (0.50); review reply brief (1.50); revise materials re: PI hearing (2.00).	4,070.00
07/11/16	Kellogg, P.	4.80	Prepare materials re PI hearing (4.3); discuss the same with E. Bierut and M. Winograd (.5).	3,384.00
07/11/16	Gramberg, P.	1.70	Finalize citation exhibits for brief	391.00
07/11/16	Weinberg, M.	2.50	Prepare and redact exhibits for PI reply (1.5); review and revise PI reply brief (0.2); e-file and coordinate service of same (0.3); prepare binders of same for chambers (0.2); draft notice of bankruptcy and automatic stay for K. Alexander (0.3).	712.50
07/12/16	Hennes, D.	1.00	Confer with M. Winograd regarding trial strategy and issues (.5); correspondence with H. Dietrick regarding the same (.2); review correspondence from team related to the same (.3).	1,165.00
07/12/16	Winograd, M.	6.20	Review and revise materials re PI hearing (4.9); emails with counsel re hearing and exhibits (.3); calls with Chambers re pre-trial conference (.2); confer with D. Hennes re	5,487.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/12/16	Kellogg, P.	6.20	strategy (.5); emails re stay (.3). Prepare materials re: PI hearing (5.1); prepare materials for production (1.1).	4,371.00
07/12/16	Weinberg, M.	0.50	Revise notice of bankruptcy and automatic stay for K. Alexander (0.2); gather document for production for P. Kellogg (0.1); bates stamp documents for production (0.1); emails regarding same (0.1).	142.50
07/13/16	Hennes, D.	5.10	Review and revise materials for PI hearing (4.5); phone conference with M. Winograd regarding same (.6).	5,941.50
07/13/16	Winograd, M.	10.10	Review and revise materials for PI hearing (6.3); discuss the same with D. Hennes (.6); confer with K. Alexander regarding same (.8); review and sign stipulations (.4); emails with counsel re hearing (.4); review and circulate new motion to dismiss (.5); review Houlihan July 7 testimony (.8); discuss and assign tasks re errata sheets (.3)	8,938.50
07/13/16	Alexander, K.	7.50	Review and analysis re litigation, contested matters and case planning (6.3); confer with M. Winograd regarding same (.8); review documents and correspondence to H. Dietrick (.4).`	6,487.50
07/13/16	Bierut, E.	9.00	Revise materials for PI hearing (6.50); review deposition transcripts related to same (2.00); draft errata sheets for witnesses (0.50).	4,950.00
07/13/16	Weinberg, M.	0.60	Revise notice of bankruptcy and automatic stay for K. Alexander (0.1); e-file and coordinate service of same (0.2); emails regarding same (0.3).	171.00
07/14/16	Galardi, G.	4.40	Work on preliminary injunction trial preparation (2.3); meeting with litigation team regarding the same (.3); attend portion of office conferences (1.1); meet with D. Hennes regarding the same (.7).	5,412.00
07/14/16	Hennes, D.	10.80	review and revise materials for PI hearing (2.5); office conference with W. Holden (3.7); office conference with H. Dietrick (3.7); meet with G. Galardi regarding trial preparation (.7); meet with team regarding the same (.2).	12,582.00
07/14/16	Winograd, M.	10.60	Prepare for office conferences (1.6); office conferences with W. Holder and H. Dietrick (2.0); prepare for PI hearing (3.4); emails and calls with counsel for Gawker in Florida litigation (0.4); finalize and send production (0.3); discuss and work on exhibit list (0.4); draft and send witness list (0.2); review and	9,381.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			send errata sheet (0.5); discuss trial strategy with team (0.3); review docs (0.6); review filings (0.3); assign and review research (0.6).	
07/14/16	Alexander, K.	0.50	Meeting with litigation team reagrdng trial strategy (.3); telephone conference with in-house counsel (.2).	432.50
07/14/16	Bierut, E.	9.70	Revise outline for PI hearing (1.00); office conference with H. Dietrick and W. Holden (7.40); research law regarding legal issues (0.70); analyze exhibits for use at preliminary injunction hearing (0.60).	5,335.00
07/14/16	Dasaro, S.	0.40	Attend to requests of litigation group in connection with preparation for preliminary injunction.	254.00
07/14/16	Kellogg, P.	0.80	Prepare materials for PI hearing (.8).	564.00
07/14/16	Weinberg, M.	0.10	Gather produced documents for K. Alexander.	28.50
07/15/16	Galardi, G.	2.10	Continue working on PI hearing preparation and office conferences (2.1)	2,583.00
07/15/16	Hennes, D.	6.50	Email to/from Winograd, Tabak (0.2); revise materials for PI hearing(2.3); office conferences (4.0)	7,572.50
07/15/16	Winograd, M.	10.10	Prepare witnesses (1.5); review hearing agenda (.2); emails re witness lists (.2); emails re exhibit lists (.3); finalize and email exhibit list (.6); review Bollea exhibit list (.5); emails re hearing prep to-dos (.3); review docs (.8); fact research (.6); review erratas (.5); produce docs (.3); discuss closing argument (.5) emails re hearing preparation (.3); emails re depo (.6); set up depo (.5);	8,938.50
07/15/16	Bierut, E.	9.10	Participated in office conference with N. Denton (3.50); revise materials for PI hearing (1.50); research evidentiary question (1.00); review agenda for hearing (0.30); revise errata forms (0.70); create exhibit list (1.00); discuss materials for hearing with P. Walkingshaw (0.20); review materials for PI hearing (0.80); discuss research project and demonstrative with E. Thomas (0.10).	5,005.00
07/15/16	Walkingshaw, P.	4.60	Draft materials for PI hearing.	2,484.00
07/15/16	Weinberg, M.	1.40	Bates stamp documents for production (0.1); draft hearing agenda for PI hearing (1.0); emails regarding same (0.3).	399.00
07/15/16	D'Imperio, J.	0.30	Correspondence with E. Bierut regarding demonstratives to create for use during the hearing.	88.50
07/16/16	Hennes, D.	1.00	Email to/from Winograd (0.20); revise	1,165.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/16/16	Winograd, M.	8.90	materials for PI hearing (0.80). Drafting materials for PI hearing (3.1); assign and review projects for PI hearing (.6); draft closing argument (3.8); review errata sheets (.2); emails with Bollea counsel (.3); review and discuss exhibits (.5); emails with client (.4)	7,876.50
07/16/16	Alexander, K.	1.60	Prepare materials for re case analysis (1.2); confer with G. Galardi re same (.2); confer with client re same (.2).	1,384.00
07/16/16	Bierut, E.	5.20	Revise materials for PI hearing (3.70); draft closing argument (1.00); revise exhibits for exhibit binder (0.50); revise errata sheets.	2,860.00
07/17/16	Galardi, G.	1.30	Review PI hearing.	1,599.00
07/17/16	Hennes, D.	5.50	Phone conference, email to/from Winograd (0.3); revise materials for PI hearing (3.2); revise closing (2.0).	6,407.50
07/17/16	Winograd, M.	12.20	Revise closing argument (2.9); emails with client (.8); emails and calls with witnesses (1.6); emails re exhibits (.3); review, discuss and edit demonstrative (.8); review evidence (1); discuss and assign tasks re logistics (.9); prepare for PI hearing (3.9)	10,797.00
07/17/16	Bierut, E.	7.10	Revise materials for PI hearing (4.10); revise closing argument outline (1.50); coordinate with graphics department regarding demonstrative for preliminary injunction hearing (0.50); draft materials for PI hearing (0.50); coordinate creation of exhibit binders with paralegal team (0.50).	3,905.00
07/17/16	Bierut, E.	0.40	Revised closing argument outline.	220.00
07/17/16	Gramberg, P.	3.90	Prepare Exhibit List binder and argument case binder.	897.00
07/17/16	Weinberg, M.	1.30	Assist in preparation of exhibits for PI hearing.	370.50
07/17/16	D'Imperio, J.	0.60	Correspondence with E. Bierut, E. Thomas, and M. Winograd regarding demonstratives to create for use during the hearing.	177.00
07/17/16	D'Imperio, J.	5.00	Created graphics and slides in PowerPoint for E. Bierut and M. Winograd for use during the hearing.	1,475.00
07/17/16	D'Imperio, J.	1.00	Updated graphics and slides in PowerPoint for E. Bierut and M. Winograd for use during the hearing.	295.00
07/18/16	Galardi, G.	12.40	Meetings with Heather Dietrick, Nick Denton, Will Holden and Reid Snellbarger (9.6); work on opening and closing arguments for Preliminary injunction hearing (1.2); review pleadings and documents for hearing (1.6).	15,252.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/18/16	Hennes, D.	13.80	Revise deposition outline (4.3); prepare for trial (2.1); prepare witness for testimony (7.4).	16,077.00
07/18/16	Winograd, M.	8.20	Deposition preparation (1.5); defend deposition (1.5); trial preparation (5.2)	7,257.00
07/18/16	Alexander, K.	3.70	Correspondence to G. Galardi re litigation matters (.4); conferences with G. Galardi, M. Winograd, D. Hennes re litigation and case planning (2.5); analysis re same and provide same to M. Winograd (.4); telephone conferences with company re additional litigation matters (.4).	3,200.50
07/18/16	Alexander, K.	0.60	Confer with Committee counsel re PI hearing and follow up with G. Galardi re same.	519.00
07/18/16	Bierut, E.	8.70	Participated in office conference with H. Dietrick (2.1); participated in office conference with W. Holden (2.4); participated in office conference with N. Denton (1.4); revised materials for PI hearing (1.3); research legal issue for PI hearing (1.00); revise errata sheets (0.50)	4,785.00
07/18/16	Dasaro, S.	1.40	Conduct legal research in connection with preliminary injunction, and emails with E. Bierut regarding same.	889.00
07/18/16	Burns, P.	5.00	Assisting attorney E. Bierut in preparing work set copies of documents used in preparation for hearing.	1,500.00
07/18/16	Graham, L.	6.00	Assisted Team with preparing binders and materials for Preliminary Injunction Hearing.	1,560.00
07/18/16	Gramberg, P.	6.60	Coordinate with team re: lit tech needs at Hearing (0.6), prepare Case Binder for Case Law for various motions (3.4), prepare exam binders and update Exhibit Binders (2.6).	1,518.00
07/18/16	O'Neill, C.	3.00	Assisted paralegal team by pulling cases cited in three court filings.	615.00
07/18/16	Weinberg, M.	3.00	Assist in preparation of exhibits for PI hearing (2.3); revise hearing agenda (0.2); arrange telephonic line for hearing with Courtcall for K. Alexander (0.1); draft letter regarding laptop for hearing (0.2); prepare witness list (0.2).	855.00
07/19/16	Galardi, G.	8.50	Complete preparation for hearing on PI (1.1) attend and represent company at hearing on preliminary injunctions (6.5); follow-up re: same and next steps and order (.9)	10,455.00
07/19/16	Hennes, D.	10.90	Prepare for hearing (3.6); trial on stay issue (6.5); conferences with client, counsel (.8).	12,698.50
07/19/16	Winograd, M.	11.40	Pre-trial prep (3.3); trial (6.5); follow up	10,089.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/19/16	Alexander, K.	0.40	from trial (1.6) Confer re orders re litigation matters and case planning.	346.00
07/19/16	Alexander, K.	1.20	Confer with G. Galardi re case planning, tasks.	1,038.00
07/19/16	Bierut, E.	8.40	Coordinate with paralegal team regarding exhibits needed for hearing (1.3); revise materials for PI hearing (1.8); confirm exhibits and documents needed for hearing (1.2); participate and assist at hearing (4.1).	4,620.00
07/19/16	Dasaro, S.	4.00	Attend Preliminary injunction hearing by phone, and draft orders based on outcome of the hearing.	2,540.00
07/19/16	Graham, L.	4.00	Assisted Team with preparing binders and materials for Preliminary Injunction Hearing.	1,040.00
07/20/16	Galardi, G.	2.70	Case strategy and work on preliminary injunction orders (2.7)	3,321.00
07/20/16	Hennes, D.	0.50	Email to/from Galardi, Fisher, Vogt, Dietrick.	582.50
07/20/16	Winograd, M.	0.70	Review, discuss and edit draft PI order (.4); emails re matter (.3)	619.50
07/20/16	Dasaro, S.	1.40	Draft orders related to preliminary injunction hearing and emails with M. Winograd and K. Alexander regarding same (1); confer with G. Galardi regarding same (.2); and emails regarding hearing transcript from preliminary injunction (.2).	889.00
07/21/16	Galardi, G.	1.70	Work on forms of order (.4); call with Bollea counsel re: form of order and revisions (.6); follow-up re: case strategy (.7)	2,091.00
07/21/16	Winograd, M.	0.40	Emails re litigation documents (.4)	354.00
07/21/16	Alexander, K.	1.10	Confer with litigation team re various matters and correspondence re same.	951.50
07/21/16	Bierut, E.	1.80	Discuss affidavit of service with P. Lang, S. Dasaro, and Prime Clerk (0.80); review docket for notices of appearance (0.50); prepare proposed orders for defendants in adversary proceedings (0.50).	990.00
07/21/16	Dasaro, S.	1.80	Coordinate submission of orders regarding Preliminary Injunction, confer with J. Wright regarding local rules procedures, and incorporate edits and discuss related matters with E. Bierut and Prime Clerk (1.6); emails with Cole Schotz (.2).	1,143.00
07/21/16	Lang, P.	0.50	Research for E. Bierut regarding litigation.	167.50
07/22/16	Galardi, G.	1.30	Finalize various Preliminary injunction orders (.7); work on litigation strategy re: numerous state and federal court actions as well as additional matters (.6)	1,599.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/22/16	Winograd, M.	0.40	Review draft documents (.4)	354.00
07/22/16	Agudelo, J.	0.50	Office conference with K. Alexander regarding status of litigation.	410.00
07/22/16	Alexander, K.	0.60	Confer with L. Bierut re orders (0.1); confer re litigation matters (0.4); follow up with L. Bierut (0.1).	519.00
07/23/16	Alexander, K.	0.50	Correspondence to G. Galardi re litigation (.2); compile materials re same (.3).	432.50
07/25/16	Galardi, G.	1.90	Address comments to PI orders (.6); address entry of Bollea PI order and next steps (.3); call with Huon re: dismissal (.2); work on litigation strategy (.8)	2,337.00
07/25/16	Hennes, D.	0.20	Email to/from Winograd.	233.00
07/25/16	Winograd, M.	0.50	Emails re Huon motion (.3); emails re litigation documents (.2)	442.50
07/25/16	Alexander, K.	1.30	Confer with R. Martin re litigation matters (.9); confer with G. Galardi, A. Devore re litigation matters (.3); follow up correspondence re same (.1).	1,124.50
07/25/16	Bierut, E.	0.40	Revise proposed orders for adversary proceeding (0.40).	220.00
07/25/16	Roitman, M.	1.10	Review motion (0.7); Emails with G. Galardi re: same (0.2); Confer with S. Dasaro re: same (0.2).	951.50
07/26/16	Galardi, G.	2.10	Call with Huon re: form of order and dismissal of complaint (.3); follow-up re: additional orders and presentment (.3); work on case strategy (1.1); address company concerns re related litigation matters (.4).	2,583.00
07/26/16	Hennes, D.	0.30	Conference with Bierut and Dasaro re orders.	349.50
07/26/16	Winograd, M.	0.30	Emails re litigation documents (.3)	265.50
07/26/16	Agudelo, J.	0.30	Office conference with S. Dasaro regarding next steps in Huon litigation.	246.00
07/26/16	Alexander, K.	0.80	Office conference with C. O'Connell, J. Oh re litigation analysis.	692.00
07/26/16	Bierut, E.	3.20	Discuss proposed orders with D. Hennes, K. Alexander, and S. Dasaro (1.20); research procedure for serving proposed orders (1.00); analyze emergency motions (1.00).	1,760.00
07/26/16	Dasaro, S.	3.70	Confer with D. Hennes and E. Bierut regarding proposed orders (.4) confer with E. Bierut regarding orders (.3); review court filing and speak with M. Roitman regarding same (.4); confer with team regarding notice of presentment and draft same (1.8); emails and research regarding strategy (.8).	2,349.50
07/26/16	Roitman, M.	3.40	Research re: litigation issues (2.3); Emails with G. Galardi and S. Berlin re: same (1.1).	2,941.00
07/26/16	Weinberg, M.	0.80	Research regarding notice.	228.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/27/16	Winograd, M.	0.70	Discuss and review draft filings (.7)	619.50
07/27/16	Alexander, K.	0.80	Confer with C. O'Connor re various legal matters (.6); confer with R. Martin re pending matters (.2).	692.00
07/27/16	Dasaro, S.	0.90	Edit and coordinate filing of notice of settlement of proposed order.	571.50
07/27/16	Weinberg, M.	0.90	Further research regarding notice (0.2); call with S. Dasaro regarding same (0.1); emails regarding same (0.2); call with J. Agudelo regarding redactions and production (0.1); e-file and coordinate service of notice of settlement of order (0.2); emails regarding same (0.1).	256.50
07/28/16	Winograd, M.	0.50	Call and emails re court documents (.5)	442.50
07/28/16	Alexander, K.	0.80	Correspondence to counsel for litigation plaintiff and follow up correspondence to G. Galardi, team re same (.3); follow up with L. Bierut re same (.3); correspondence to J. Wilton re matter (.2).	692.00
07/28/16	Alexander, K.	0.70	Confer with G. Galardi and client re litigation matters.	605.50
07/28/16	Bierut, E.	0.60	Draft stipulation of dismissal for Thomas litigation in adversary proceeding (0.60).	330.00
07/29/16	Winograd, M.	0.50	Emails with Bollea counsel (.2); emails re hearing (.3)	442.50
07/29/16	Alexander, K.	0.30	Telephone conference with C. O'Connor re pending matters.	259.50
07/30/16	Alexander, K.	0.20	Analysis re legal issues.	173.00
07/31/16	Dasaro, S.	0.40	Revise motion	254.00
07/31/16	Weinberg, M.	1.00	Draft shells of motion, notice, and proposed order.	285.00
Total Hours		854.20	Total Amount	\$ 667,037.00
Services				\$ 667,037.00
Total Disbursements and Charges				<u>6,149.24</u>
Total Due				<u>\$ 673,186.24</u>

File No.: 112782-0006 Asset/Lien & Recovery Analysis

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/06/16	Weinberg, M.	0.50	Prepare UCC summary chart.	142.50
Total Hours		0.50	Total Amount	\$ 142.50

Services \$ 142.50

Total Due \$ 142.50

File No.: 112782-0008 R&G Retention & Fee Application

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/16/16	Galardi, G.	0.40	Address retention application.	492.00
06/16/16	Alexander, K.	1.90	Review and revise materials in connection with retention application, and analysis re same.	1,643.50
06/16/16	Dasaro, S.	4.50	Draft R&G Retention (3.4); confer and correspond regarding same (.3); attention to conflicts analysis (.8).	2,857.50
06/16/16	Weinberg, M.	0.30	Conduct further conflicts analysis.	85.50
06/17/16	Dasaro, S.	10.70	Draft R&G Retention (5), speak with conflicts team regarding parties-in-interest (.5); speak with Prime Clerk regarding parties in interest (1.4); draft firmwide email regarding conflicts (.8), analyze billing matters for Galardi declaration (1); analyze conflicts reports (2)	6,794.50
06/17/16	Weinberg, M.	1.60	Prepare R&G retention application schedules (1.1); call with S. Dasaro regarding same (0.1); gather retention precedent for J. Agudelo (0.2); gather precedent orders regarding same (0.2).	456.00
06/18/16	Dasaro, S.	1.70	Review and analyze additional conflicts reports in connection with retention application (1.7)	1,079.50
06/19/16	Alexander, K.	0.60	Review filings and send comments to S. Dasaro (.6).	519.00
06/19/16	Alexander, K.	0.20	Telephone conference with US Trustee regarding retention applications (.1); confer with S. Dasaro and J. Agudelo regarding retention applications (.1)	173.00
06/19/16	Dasaro, S.	3.10	Correspondence regarding retention applications (.4); call with US Trustee regarding retentions (.3); confer with K. Alexander regarding Ropes & Gray retention and related documents and review and revise same and related documents (2.3); confer with G. Galardi regarding same (.1).	1,968.50
06/19/16	Roitman, M.	0.30	Call with UST and R&G team re: professional retentions (0.3)	259.50
06/20/16	Alexander, K.	0.90	Review and revise filings for second day hearing, prepare same for filing (.9)	778.50
06/20/16	Dasaro, S.	3.50	Conflicts analysis in connection with retention application for Ropes & Gray (2.5); update, edit and review Ropes & Gray retention application (1.0).	2,222.50
06/25/16	Dasaro, S.	1.50	Analyze conflicts reports in connection with Ropes & Gray retention.	952.50
06/30/16	Dasaro, S.	1.70	Analyze conflicts reports (.4); emails regarding same (.5); discussions with	1,079.50

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/01/16	Dasaro, S.	1.40	conflicts department regarding same (.5); prepare summary regarding same (.3). Analysis of conflicts reports (.7); emails regarding same (.4); analyze same (.3).	889.00
07/05/16	Dasaro, S.	0.50	Update supplemental declaration regarding R&G Retention.	317.50
07/06/16	Weinberg, M.	0.20	E-file and coordinate service of supplemental declaration in support of R&G retention application.	57.00
07/11/16	Dasaro, S.	0.70	Revise Ropes & Gray retention order. `	444.50
07/21/16	Agudelo, J.	0.20	Confer with M. Weinberg regarding fee application, e-mail to M. Alkaitis regarding same.	164.00
07/21/16	Weinberg, M.	0.20	E-file and coordinate service of supplemental declarations.	57.00
07/22/16	Agudelo, J.	0.40	Telephone conference with M. Alkaitis regarding retention application (0.3), confer with K. Alexander regarding same (0.1).	328.00
07/29/16	Agudelo, J.	0.20	Telephone conference with M. Alkaitis regarding fee applications.	164.00
		Total Hours	36.70	
			Total Amount	\$ 23,782.50

Services \$ 23,782.50

Total Due \$ 23,782.50

File No.: 112782-0012 Sales

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/10/16	Alexander, K.	4.90	Review and revise first day pleadings; draft, review and revise sale motion and related exhibits, research and analysis re same and correspondence to J. Gill, G. Galardi re same (4.9).	4,238.50
06/11/16	Gill, J.	4.10	Telephone call with Houlihan regarding GMGI (0.2); telephone call and office conference with Roitman on sale motion and timing (0.7); telephone calls with Schulte Roth on DIP and Cayman/GMGI (0.7); correspondence related to GMGI (0.3); correspondence with S&C regarding provisions in APA (0.6); correspond with S&C on timing for cure notice, review APA and bid procedures order regarding same and related research (0.9); prepare APA and bid procedures timeline (0.7).	4,223.00
06/11/16	Alexander, K.	1.10	Confer and correspond with G. Galardi (.1); telephone conference with M. Roitman re sale (.5); follow up correspondence re same (.2); correspondence re same (.2); correspondence to J. Gill (.1)	951.50
06/11/16	Alexander, K.	0.60	Confer with M. Roitman re sale motion (.3); confer with G. Galardi re case status (.1); review status of pleading; correspondence re outstanding items (.2)	519.00
06/11/16	Roitman, M.	10.30	Call with K. Alexander re: sale motion and related issues (0.5); Review order re: SDNY asset sale guidelines (0.8); Draft sale motion and related exhibits (8.3); internal meeting re: APA and Sale Motion issues (0.5); Confer with J. Gill and G. Galardi re: same (0.2)	8,909.50
06/12/16	Gill, J.	6.00	Correspond with S&C on motion timing (0.3); review sale motion (0.4); discuss with Roitman (0.3); address Latham comments on sale order (0.3); research and analysis of Cayman and corporate issues (1.2); telephone call with Maples on GMGI/articles issue (0.2); correspond SRZ on GMGI issue (0.4); telephone call with Houlihan on GMGI/articles issue (0.3); meet with Ropes team to discuss filing matters (0.5); follow up with Latham, N. Denton, Houlihan re obtaining consents, update SRZ (0.6); review press reports (0.3); telephone call with K. Alexander regarding same (0.2); compose response re same (0.4); confer	6,180.00

Our Reference #: 112782-0012

Joint Group: 112782-FDraft

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			regarding open issues (0.2); receive, review and circulate signed consent (0.4).	
06/12/16	Jenkins, H.	1.60	Attention to DIP disclosure schedules and calls and emails related thereto.	880.00
06/12/16	Roitman, M.	14.40	Revise sale motion (6.2); draft sale notice (1.1); draft cure notice (1.3); emails with S&C re: sale motion and filing matters (0.2); emails with Houlihan re: same (0.3); Confer with J. Gill re: same (0.6); revise bidding procedures order (1.2); revise bidding procedures (0.7); revise sale order (0.5); review and comment upon first day declaration (0.7); confer with K. Alexander and S. Dasaro re: same (0.3); draft Declaration in Support of Sale Motion (1.3).	12,456.00
06/13/16	Gill, J.	2.10	Telephone calls and correspondence on agreement issues and request S&C consent regarding same (0.6); telephone call S&C on time line for sale process (0.3); follow up with email and bid procedures modifications (0.2); review DIP and APA terms for hearing (0.7); review and comment on press release (0.3).	2,163.00
06/13/16	Gill, J.	1.70	Telephone conference with Ropes, Houlihan, company, Opportune (0.5); telephone call K. Simon regarding comments (0.2); telephone call with A. Reimer on payroll and payoff letter (0.3); review R. Snellenbarger declaration (0.3); respond to comments on APA and DIP and process (0.4).	1,751.00
06/13/16	Alexander, K.	0.50	Telephone conference with Houlihan, team re case status and follow up correspondence re same.	432.50
06/13/16	Alexander, K.	1.90	Additional review of sale and DIP motions	1,643.50
06/13/16	Roitman, M.	8.50	Draft declaration in support of sale motion (3.3); call with clients, Houlihan and Opportune re: sale motion (0.4); Revise sale motion, sale notice, cure notice, and proposed orders (3.6); Confer with J. Gill re: same (0.5); Call with counsel to Stalking Horse Bidder re: bidding procedures deadline (0.3); Call with A. Kranzley re: bidding procedures order (0.2); Call with J. Gill re: stalking horse protections (0.2).	7,352.50
06/14/16	Gill, J.	1.80	Correspond with company re compensation issues (0.2); telephone call regarding same (0.2); provide deliverables list to company (0.2); correspond with W. Holden regarding acquired assets (0.3); correspondence with	1,854.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/14/16	Roitman, M.	2.40	H. Dietrick regarding corporate issues (0.3); respond to inbound asset sale query (0.3); correspond S&C with egarding approval hearing schedule (0.3). Review APA and bidding procedures order in connection with key dates and deadlines for sale process (0.8); Draft chart in connection with same (1.4); Review contract counterparty list in connection with cure matters (0.2)	2,076.00
06/15/16	Gill, J.	0.70	Confer regarding bid procedures hearing (0.2); telephone calls to company representatives regarding process (0.5).	721.00
06/15/16	Roitman, M.	1.60	Confer with J. Gill re: first day hearing and sale motion (0.2); Confer with K. Alexander re: same (0.2); Confer with S. Dasaro re: same (0.1); Draft amended sale notice and bidding procedures order (0.7); Emails with S. Dasaro re: same (0.2); Emails with M. Weinberg re: filing of same (0.2)	1,384.00
06/15/16	Borrino, L.	0.50	Discussion re documents for Hungary and follow up re same.	180.00
06/15/16	Weinberg, M.	0.20	E-file amended notice of sale hearing and coordinate service of same (0.2).	57.00
06/16/16	Gill, J.	0.30	Analysis of APA contract schedule (0.3).	309.00
06/16/16	Gill, J.	0.40	Telephone conferences to respond to inquiries at company's request (0.4).	412.00
06/16/16	Kaneyasu-Speck, S.	0.50	Participate in calls with Opportune team regarding APA contracts deliverable (0.5).	410.00
06/16/16	Roitman, M.	0.40	Review materials re bidding procedures (0.4)	346.00
06/17/16	Gill, J.	0.50	Correspondence re contract list (0.3); deal timeline review (0.2).	515.00
06/19/16	Gill, J.	0.20	Correspond with K. Alexander regarding APA and personnel matters (0.2).	206.00
06/20/16	Gill, J.	1.50	Correspond regarding asset issues, review APA (0.3); correspondence regarding employee issues (0.3); office conference with K. Alexander regarding filings, deliverables and planning (0.5); telephone call W. Holden re employee issues (0.4).	1,545.00
06/20/16	Roitman, M.	0.30	Emails with S. Dasaro re: NDA requirements in bidding procedures (0.1); Review bidding procedures in connection with same (0.1); Review Bollea objection to sale motion (0.1).	259.50
06/21/16	Gill, J.	0.60	Respond to media query (0.3); correspond with company (0.3).	618.00
06/21/16	Roitman, M.	2.40	Review legal research.	2,076.00
06/22/16	Gill, J.	0.70	Telephone call with S&C regarding process	721.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/22/16	Alexander, K.	1.00	(0.3); telephone call with H. Dietrick regarding auction and status (0.4). Confer with H. Dietrick regarding sale process; call to counsel re same (.5); telephone conference with H. Dietrick re procedural issues and follow up re same (.5).	865.00
06/22/16	Alexander, K.	0.20	Confer with M. Roitman re objection issues.	173.00
06/22/16	Roitman, M.	1.10	Meeting with S. Dasaro and J. Gill re: reply in support of sale motion (0.3); Call with M. Torkin and J. Gill re: same (0.2); Revise reply in support of sale motion (0.6)	951.50
06/23/16	Gill, J.	0.60	Correspondence on APA with Houlihan (0.2); review and revise APA language to S&C (0.4).	618.00
06/23/16	Alexander, K.	2.30	Telephone conference with Ropes, Opportune team re pending items (.5); follow up with W. Holden re same (.5); confer with S. Dasaro, J. Agudelo re case status (.4); follow up with Opportune (.2); correspondence to J. Gill (.2); correspondence, research and analysis re objection (.5).	1,989.50
06/23/16	Roitman, M.	3.20	Review and revise draft reply to objection to sale motion (2.3); Confer with S. Dasaro re: same (0.5); Emails with S. Dasaro and K. Alexander re: same (0.2); Emails with J. Gill re: same (0.2).	2,768.00
06/23/16	Waterbury, S.	0.50	Read correspondence on HSR	362.50
06/23/16	Weinberg, M.	1.00	Research and analysis regarding sale.	285.00
06/24/16	Galardi, G.	0.90	Review update re: sale process (.4); review and revise response to Bollea sale objection (.5)	1,107.00
06/24/16	Gill, J.	1.00	Attention to APA amendment (0.2); correspond S&C (0.2); correspondence with S&C, Bollea counsel on APA revisions and bid procedures order (0.6).	1,030.00
06/24/16	Alexander, K.	0.50	Follow up re avoidance action objections (.1); analysis of strategy (.4).	432.50
06/24/16	Alexander, K.	1.50	Telephone conference to J. Cohen re real estate issues (.1); office conference with M. Roitman re case (.4); confer with J. Gill re strategy and follow up re same (1).	1,297.50
06/24/16	Roitman, M.	5.50	Revise bidding procedures order and sale order to resolve objections (1.5); Office conference with K. Alexander re status (0.4); Emails with J. Gill re: same (0.3); Revise reply in further support of sale motion (2.6); Confer with S. Dasaro re: same (0.4); Emails with J. Gill, S. Dasaro and K. Alexander re: same (0.3).	4,757.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/24/16	Borrino, L.	0.80	Prepare multiple UCC Terminations of financing statements filed in DE, DC and NY.	288.00
06/24/16	Borrino, L.	0.50	Review IP termination and release of security interests in Trademarks.	180.00
06/24/16	Borrino, L.	0.50	Review IP termination and release of security interests in Copyrights.	180.00
06/24/16	Weinberg, M.	0.70	Draft notice of revised sale and bid procedures orders.	199.50
06/25/16	Gill, J.	0.40	Correspondence with stalking horse bidder regarding bid procedures, extension of time.	412.00
06/26/16	Galardi, G.	0.80	Emails re: bid procedures and next steps.	984.00
06/26/16	Gill, J.	0.40	Correspondence regarding bid procedures order language, adjournment, process.	412.00
06/26/16	Alexander, K.	0.60	Confer and correspond with team re developments in bidding procedures process and follow up re same (.6).	519.00
06/27/16	Galardi, G.	1.60	Calls and emails with Buyer and Committee re: numerous sale procedures issues (1.6)	1,968.00
06/27/16	Gill, J.	1.50	Correspondence regarding bid procedures order and court (0.5); telephone conference re process update (1.0).	1,545.00
06/27/16	Alexander, K.	0.40	Review case issues and confer with G. Galardi re same and sale process.	346.00
06/27/16	Roitman, M.	0.40	Review and revise chart of dates in APA (0.2); Emails with corporate team re: same (0.2)	346.00
06/28/16	Galardi, G.	2.90	Review and analyze committee comments re: bid procedures and sale process (.5); call with client re: same (.6); call with Ziff counsel re: Committee issues and next steps (.4); review Ziff response (.5); call with Committee counsel re: bid procedures comments and issues (.9)	3,567.00
06/28/16	Gill, J.	0.50	Correspondence on resolution of Bid Procedures and Sale Order with committee and stalking horse (.5).	515.00
06/28/16	Alexander, K.	1.00	Telephone conference with company, team re pending items and sale process, and follow up re same.	865.00
06/28/16	Roitman, M.	0.20	Review proposed sale timeline from Committee and stalking horse (0.1); Emails with R. Snellenbarger and J. Gill re: same (0.1)	173.00
06/29/16	Galardi, G.	0.90	Call with Ziff re: bid procedures and related issues (.7); follow-up with committee re: same (.2)	1,107.00
06/29/16	Gill, J.	0.40	Correspondence regarding bid procedures order (0.2); confer re sale issue (0.2).	412.00
06/30/16	Galardi, G.	0.90	Address additional comments to bid	1,107.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/30/16	Gill, J.	3.00	procedures and sale order Correspond with Holden regarding Vox shares, liens under DIP, DIP Order, APA (0.4); telephone call Holden regarding same (0.2); consider perfection issues (0.2); follow up Holden (0.1); correspond STB/committee on document requests and provide (0.2); review revised bid procedure orders (0.6); revised APA amendment draft (0.4); review revised Bid Procedures, Bid Procedures Order and Sale Order, comment internally on revisions (0.9).	3,090.00
06/30/16	Alexander, K.	0.90	Confer and correspond with team, including H. Kim, A. Imas, re content in data room (.9).	778.50
06/30/16	Roitman, M.	0.30	Review edits to bidding procedures order from Committee and Stalking Horse (0.2); Emails with J. Gill re: same (0.1)	259.50
07/01/16	Alexander, K.	0.20	Confer and correspond with team re data room.	173.00
07/05/16	Galardi, G.	0.70	Review and comment on revised bid procedures order and related documents	861.00
07/05/16	Gill, J.	0.90	Office conference Gawker associate team on Bid Procedures, Sale Order, APA amendment (0.4); correspondence with STB on sale (0.2); review APA, discuss internally and respond to Gawker (0.3).	927.00
07/05/16	Alexander, K.	2.30	Confer and correspond with internal team and counsel to stalking horse bidder re bid procedures and related documents (2.1); follow up correspondence re sale documents and confer with team re same (.2).	1,989.50
07/05/16	Dasaro, S.	3.10	Meet with RG team regarding APA (.4); update APA, bidding procedures, and bidding procedures order (2); draft notice of sale (.3); multiple emails related to sale order and bidding procedures (.4).	1,968.50
07/05/16	Roitman, M.	0.80	Review and comment upon revised bid procedures order and related documents.	692.00
07/06/16	Galardi, G.	1.30	Review, revise and finalize bid procedures order and ancillary documents (1.2); correspondence with M. Roitman regarding the same (.1).	1,599.00
07/06/16	Gill, J.	0.70	Correspondence with J. Agudelo and M. Roitman on bid procedures notice (0.2); correspondence with team regarding Union comments (0.3); correspond re consulting (0.1); correspondence with corporate team regarding the same (0.1).	721.00
07/06/16	Agudelo, J.	0.30	Telephone conference with B. Tong	246.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/06/16	Roitman, M.	0.80	regarding bid procedures order related requests from DIP lender (0.1), e-mails with J. Gill, M. Roitman regarding same (0.2). Call with B. Tong re: bidding procedures and consultation rights (0.1); Follow up call with B. Tong re: same (0.1); Correspondence with J. Gill and J. Agudelo re: same (0.2); Follow-up correspondence with G. Galardi regarding the same (.1); Review bidding procedures in connection with same (0.3).	692.00
07/06/16	Weinberg, M.	0.40	Prepare exhibits to revised bidding procedures notice (0.2); e-file and coordinate service of same (0.2).	114.00
07/07/16	Galardi, G.	1.10	Work on revisions to proposed bid procedures order and related documents (0.8); call with J. Gill regarding the same (0.3).	1,353.00
07/07/16	Gill, J.	1.10	Call with G. Galardi regarding bid procedures (0.3); call with K. Alexander regarding APA (0.4); correspondence with M. Roitman regarding the same (.2); circulate documents, review revised Bid Procedures order (0.2).	1,133.00
07/07/16	Alexander, K.	0.50	Call with J. Gill regarding termination of APA (.4); correspondence with M. Roitman regarding bid procedures order (.1).	432.50
07/07/16	Roitman, M.	1.00	Review and revise bidding procedures order (0.4); Emails with J. Gill re: same (0.2); Correspondence with K. Alexander re: same (0.1); Confer with G. Galardi re: same (0.1); Emails with Committee and Stalking Horse re: same (0.2).	865.00
07/08/16	Galardi, G.	0.30	Further revisions to sale procedures (.2); confer with M. Roitman regarding the same (.1).	369.00
07/08/16	Gill, J.	1.90	Review escrow agreement; related information (0.4); contract lists query (0.2); confer re deal timing for bid procedures with corporate team (0.3); telephone call with S&C on deposit (0.2); follow up execution (0.2); review and comment on potential bidder NDA (0.4); review Bid Procedures for potential bidder NDA (0.2).	1,957.00
07/08/16	Dasaro, S.	0.70	Emails related to changes to and coordination of filing of revised bidding procedures (.5); emails with Prime Clerk regarding publication of notice and confer with M. Roitman regarding same (.2).	444.50
07/08/16	Roitman, M.	2.10	Call with T. Hoffman (Haynes & Boone) re:	1,816.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			bid procedures order (0.1); Calls with chambers re: same (0.2); Revise bid procedures order (0.5); Emails with committee and stalking horse re: same (0.3); Confer with G. Galardi re: same (0.1); Revise sale notice (0.6); Confer with Prime Clerk re: same (0.1); Emails with committee and stalking horse re: same (0.2)	
07/10/16	Dasaro, S.	0.80	Update timeline of deadlines pursuant to revised APA (.6); correspondence with M. Roitman regarding the same (.2).	508.00
07/10/16	Roitman, M.	0.50	Review and comment upon draft chart of deadlines related to bid procedures (0.2); Emails with S. Dasaro re: same (0.2); Emails with committee and stalking horse re: sale notice (0.1)	432.50
07/11/16	Gill, J.	2.90	Correspondence regarding NDA (0.3); Discuss NDA process with H. Jenkins (0.2); review and and revise NDAs (0.5); telephone conference with K. Alexander on Committee Member form of NDA and process generally on updating Committee and Board (1.0); correspondence and telephone conferences regarding deposit process (0.3); telephone conference with stalking horse counsel regarding HSR process and filing (0.3); correspondence with HL on process (0.3).	2,987.00
07/11/16	Alexander, K.	1.10	Telephone conference with J. Gill re case issues and NDA (1); review NDAs (.1).	951.50
07/11/16	Jenkins, H.	2.50	Attention to markups to multiple NDAs (1.9); discuss review process with J. Gill (.2); correspondence with team regarding the same (.4).	1,375.00
07/11/16	Kaneyasu-Speck, S.	0.50	Draft and revise bidder confidentiality agreements.	410.00
07/11/16	Roitman, M.	0.80	Revise sale notice (0.3); Emails with Committee counsel re: same (0.2); Emails with Prime Clerk re: publication of sale notice (0.2); Emails with G. Galardi re: same (0.1).	692.00
07/11/16	Waterbury, S.	0.80	Correspondence regarding HSR preparation and coordination of common items with opposing counsel (.6); discuss the same with team (.2).	580.00
07/12/16	Gill, J.	0.20	Correspondence regarding deposit.	206.00
07/12/16	Gill, J.	1.00	Review option plan and materials for J. Albertson, correspondence with J. Albertson and H. Dietrick regarding same.	1,030.00
07/12/16	Wright, J.	0.80	Call with K. Alexander re sale (0.3); call	708.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			with K. Alexander and Opportune re sale (0.4); follow-up call with K. Alexander (0.1).	
07/12/16	Alexander, K.	0.80	Telephone conference with J. Wright and Opportune re sale.	692.00
07/12/16	Waterbury, S.	0.30	Correspondence regarding HSR analysis.	217.50
07/13/16	Gill, J.	1.00	Review NDAs and related issues (0.3); correspondence regarding NDAs (0.3); conference regarding bidding timeline and auction process with K. Alexander (0.4).	1,030.00
07/13/16	Alexander, K.	0.40	Confer with J. Gill regarding bidding process.`	346.00
07/13/16	Jenkins, H.	1.00	Attention to markups to three separate NDAs (.8); correspondence with team regarding same (.2).	550.00
07/14/16	Gill, J.	3.00	Calls with potential bidders regarding NDAs (0.8); attention to NDA issues regarding auction process (0.6); revisions to NDAs (.9); correspondence with client regarding the same (0.4); confer with K. Alexander regarding the same (.3).`	3,090.00
07/14/16	Alexander, K.	0.40	Confer with J. Gill re NDA issues (.3); correspondence with team re same (.1).	346.00
07/14/16	Waterbury, S.	0.80	Review HSR form (.4); discuss the same with K. Walsh (.4).	580.00
07/15/16	Gill, J.	1.50	Finalize NDA (0.5); Review and revise additional NDAs (1).	1,545.00
07/15/16	Roitman, M.	0.40	Review and comment upon revised cure notice (0.2); Emails with J. Agudelo and S. Dasaro re: same (0.2).	346.00
07/15/16	Waterbury, S.	0.80	Call with client to discuss remaining items for HSR form (.30). Discuss necessary follow up with K. Walsh (.30). Read email correspondence on HSR deliverables (.20)	580.00
07/18/16	Gill, J.	0.50	Review Professional Committee NDA and bid procedures.	515.00
07/19/16	Gill, J.	1.50	Review and revise additional NDAs (.5); revise bidding procedures, suggest approach (0.5); office conference with K. Alexander regarding procedures, process (0.5).	1,545.00
07/19/16	Roitman, M.	0.20	Revise bid procedures (0.1); Emails with J. Gill re: same (0.1)	173.00
07/20/16	Galardi, G.	0.60	Work on revised bid procedures and order and meet with J. Gill, M. Roitner re same.	738.00
07/20/16	Gill, J.	2.20	Confer re NDAs with H. Jenkins (0.4); telephone conference with potential bidder (0.1); telephone conference with Forman re same NDA (0.3); office conference with G. Galardi and team on bid procedures (0.5); revise and circulate to committee and S&C	2,266.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/20/16	Alexander, K.	1.00	(0.6); review NDA (0.3). Confer with G. Galardi re pending matters	865.00
07/20/16	Alexander, K.	0.40	(.8); update call with company (.2). Confer with G. Galardi re case status and pending tasks and correspondence to counsel to union.	346.00
07/20/16	Roitman, M.	2.60	Revise bidding procedures (0.8); Emails with J. Gill re: same (0.2); Meeting with J. Gill and G. Galardi re: same (0.3); Draft notice of conformed bidding procedures and related documents (1.1); Emails with team re: same (0.2)	2,249.00
07/20/16	Waterbury, S.	0.50	Review correspondence on deal issues.	362.50
07/21/16	Galardi, G.	0.30	Review conformed bid procedures and sale order for filing	369.00
07/21/16	Gill, J.	2.40	Correspondence with STB, S&C regarding finalized conformed bid procedures (0.4); respond to Holden on CBA; telephone conference with Ebb for process (0.5); attention to potential bidder NDAs (.9); respond to potential bidder questions (0.3); review disclosure schedules (0.3).	2,472.00
07/21/16	Roitman, M.	1.20	Revise notice of conformed bidding procedures (0.8); Emails with G. Galardi and J. Gill re: same (0.2); Emails with M. Weinberg re: filing of same (0.2).	1,038.00
07/21/16	Weinberg, M.	0.20	E-file and coordinate service of bidding procedures.	57.00
07/22/16	Gill, J.	0.60	Review potential bidder NDA (0.2); review APA on case timeline and circulate (0.4).	618.00
07/22/16	Agudelo, J.	1.10	Review H. Kim's analysis in respect of S&C diligence request (0.6), e-mails with J. Sullivan regarding same (0.2), e-mail to S&C regarding same (0.3).	902.00
07/22/16	Kaneyasu-Speck, S.	0.50	Coordinate antitrust review.	410.00
07/22/16	Sullivan, J.	1.10	Respond to opposing counsel request for follow-up documents (.6); review HSR filing information (.3); email correspondence (.2)	517.00
07/23/16	Agudelo, J.	0.80	Review e-mail from S&C e-mail regarding questions about contracts (0.1), e-mails with G. Galardi, J. Gill regarding same (0.2), e-mails with corporate team regarding same (0.2), e-mails with M. Sybert regarding same (0.3).	656.00
07/23/16	Sullivan, J.	1.10	Review APA (.3); Review contract request and download documents to send (.8)	517.00
07/24/16	Agudelo, J.	1.00	E-mails with H. Kim, M. Sybert regarding contracts questions from Ziff Davis (0.6), e-mail to Sullivan & Cromwell regarding same (0.4).	820.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/24/16	Roitman, M.	0.90	Review and revise draft sale timeline (0.5); Review bidding procedures order in connection with same (0.2); Emails with K. Alexander re: same (0.2)	778.50
07/24/16	Sullivan, J.	0.50	Compile documents per APA Section 6.15 request	235.00
07/25/16	Galardi, G.	0.50	Update call with Committee on sale process.	615.00
07/25/16	Agudelo, J.	0.20	E-mail to Sullivan & Cromwell regarding agreement on cure notice.	164.00
07/25/16	Alexander, K.	0.10	Telephone conference with P. Brown re sale status.	86.50
07/25/16	Sullivan, J.	1.40	Download and compile agreements in response to APA Section 6.15 request	658.00
07/26/16	Galardi, G.	1.70	Review bid procedures and emails re: various issues (.8); call with Ziff counsel re: sale/bid issues and next steps (.6); draft follow-up emails re: same and next steps (.3)	2,091.00
07/26/16	Kaneyasu-Speck, S.	0.80	Draft and revise bidder confidentiality agreements (.5); and attention to asset purchase agreement questions (.3).	656.00
07/26/16	Roitman, M.	0.80	Emails with J. Agudelo and S. Kaneyasu-Speck re: bid procedures (0.3); Review bid procedures order re: potential bidder requirements (0.4); call with S. Kaneyasu-Speck re: same (0.1)	692.00
07/26/16	Sullivan, J.	0.80	Compile and send documents requested pursuant to request	376.00
07/27/16	Galardi, G.	1.10	Follow-up call with Ziff re: APA and bid issues (.3); call with Michael Torkin re: earlier call (.4); address issues with Opportune and Houlihan re: sale process and potential bidders (.4)	1,353.00
07/27/16	Agudelo, J.	0.20	Telephone conference with H. Kim regarding contract questions asked by Sullivan & Cromwell.	164.00
07/27/16	Alexander, K.	2.50	Confer and correspond with G. Galardi re APA, sale and case status (1.2); confer with J. Agudelo re case and dataroom matters and follow up re same (.5); confer with J. Gill (.1); confer with S. Kaneyasu-Speck (.1); confer with S. Dasaro re CBA (.2); confer with M. Roitman (.2); confer with G. Galardi re dataroom and related issues (.2).	2,162.50
07/27/16	Kaneyasu-Speck, S.	1.30	Respond to questions regarding asset purchase agreement provisions (.8); and prepare for diligence call regarding asset purchase agreement (.5).	1,066.00
07/27/16	Sullivan, J.	3.50	Compile working documents (1.1); compile documents per contract 7/25 contract request (1.3); draft conformed Asset Purchase	1,645.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/28/16	Galardi, G.	2.40	Agreement (.8); communication regarding add new agreement to data room (.3) Call with potential purchaser (1.3); follow-up re: numerous sale issues including contracts leases and CBA (1.1)	2,952.00
07/28/16	Agudelo, J.	0.60	Edit H. Kim's chart for S&C, e-mail to S&C regarding same (0.2), e-mail to S&C regarding same (0.2), e-mails with J. Sullivan, M. Roitman regarding bid procedures order (0.2).	492.00
07/28/16	Agudelo, J.	1.00	Office conference with G. Galardi, K. Alexander, S. Kaneyasu-Speck, S. Dasaro and M. Roitman (for portion) regarding forthcoming filings, status of sale process.	820.00
07/28/16	Alexander, K.	0.80	Office conference with G. Galardi, restructuring and corporate team re pending tasks and follow up re same.	692.00
07/28/16	Kaneyasu-Speck, S.	2.70	Diligence call with bidder counsel (1.3); group meeting to discuss transaction (.4); respond to questions regarding asset purchase agreement (1).	2,214.00
07/28/16	Roitman, M.	0.30	Review sale notice and bidding procedures order (0.1); Emails with J. Agudelo re: same (0.2)	259.50
07/28/16	Sullivan, J.	2.40	Diligence phone call (1.2); communication related to contract requests (.1); email communication related to notices (.2); review and analyze Hungary lease (.4); redline conformed purchase agreement (.2); review conformed purchase agreement (.2)	1,128.00
07/29/16	Agudelo, J.	0.20	Confer with M. Roitman regarding sale notice and cure issues.	164.00
07/29/16	Jenkins, H.	1.10	Attention to outstanding diligence requests and emails and coordination related thereto (.7); review 2 NDAs regarding the potential transaction (.4).	605.00
07/29/16	Kaneyasu-Speck, S.	1.00	Confer with team regarding issues with Hungary lease.	820.00
07/29/16	Roitman, M.	0.20	Call with J. Agudelo re: sale notice and cure notice (0.2)	173.00
07/29/16	Sullivan, J.	0.80	Review data room for posted documents (.3); email communication regarding sale notice circulation (.2); emails related to Hungary lease (.3)	376.00
Total Hours		203.70	Total Amount	\$ 179,709.50

Services \$ 179,709.50

Total Due \$ **179,709.50**

File No.: 112782-0013 Claims

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/25/16	Dasaro, S.	1.50	Draft bar date motion.	952.50
06/27/16	Dasaro, S.	0.50	Confer with M. Weinberg regarding bar date (.2); confer with K. Alexander regarding same (.1); analyze local rules regarding same (.2).	317.50
06/27/16	Weinberg, M.	0.50	Review bar date motion for S. Dasaro.	142.50
06/30/16	Dasaro, S.	2.40	Work on bar date motion (2.4).	1,524.00
07/01/16	Dasaro, S.	1.20	Call with Prime Clerk regarding bar date motion (.4); edit bar date motion (.8).	762.00
07/05/16	Dasaro, S.	0.20	Confer regarding bar date.	127.00
07/12/16	Agudelo, J.	7.90	Review and revise bar date motion, proposed order, notices (6.8); office conferences with S. Dasaro regarding same (0.5); office conference with K. Alexander regarding same (0.3); correspondence with team regarding same (0.3).	6,478.00
07/12/16	Dasaro, S.	0.50	Office conferences with J. Agudelo regarding bar date motion.	317.50
07/13/16	Agudelo, J.	2.70	Revise bar date motion materials (2.1), detailed correspondence to G. Galardi, K. Alexander, S. Dasaro regarding same (0.5). office conference with K. Alexander regarding same (0.1).	2,214.00
07/13/16	Alexander, K.	0.40	Confer and correspond with J. Agudelo regarding bar date motion and proposed orders (.3); confer with J. Agudelo regarding same (.1).	346.00
07/13/16	Roitman, M.	1.90	Revise de minimus settlement procedures (1.9)	1,643.50
07/14/16	Weinberg, M.	0.20	Research regarding de minimis claims procedures precedent for S. Dasaro.	57.00
07/16/16	Alexander, K.	0.60	Review and revise bar date motion.	519.00
07/17/16	Weinberg, M.	1.20	Review and edit bar date motion	342.00
07/21/16	Galardi, G.	0.60	Review and comment on bar date order	738.00
07/21/16	Agudelo, J.	3.20	Edits to Bar Date Motion (2.8), telephone conference, e-mails with M. Weinberg regarding filing (0.3), telephone conference with K. Hollingsworth regarding service of same (0.1).	2,624.00
07/21/16	Weinberg, M.	0.20	E-file and coordinate service of bar date motion.	57.00
07/22/16	Agudelo, J.	0.70	E-mails with S. Abdel regarding contract query (0.2), telephone conference with same regarding same (0.1), telephone conference with W. Holden regarding same (0.1), review e-mail from M. Syptert regarding same (0.1), e-mails with G. Galardi regarding same (0.2).	574.00

Our Reference #: 112782-0013

Joint Group: 112782-FDraft

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
Total Hours		26.40		
			Total Amount	\$ 19,735.50
Services				\$ 19,735.50
Total Due				\$ 19,735.50

File No.: 112782-0014 - Travel

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/10/16	Winograd, M.	0.70	Travel to and from hearing.	619.50
06/15/16	Alexander, K.	1.30	Travel to and from first day hearing.	1,124.50
06/15/16	Dasaro, S.	0.50	Travel from courthouse to office after hearing.	317.50
06/24/16	Alexander, K.	0.60	Travel to committee organization meeting	519.00
06/24/16	Alexander, K.	0.70	Travel from committee meeting	605.50
06/27/16	Galardi, G.	0.60	Travel to and from hearing	738.00
06/27/16	Alexander, K.	1.00	Travel to and from court for hearing.	865.00
06/30/16	Winograd, M.	1.00	Travel to and from conference	885.00
07/07/16	Galardi, G.	0.80	Non working travel to and from hearing	984.00
07/07/16	Alexander, K.	1.70	Travel to and from hearing.	1,470.50
07/19/16	Winograd, M.	1.20	Travel to/from court (1.2)	1,062.00
07/28/16	Agudelo, J.	1.00	Travel to/from 341 meeting at Bowling Green.	820.00
Total Hours		11.10	Total Amount	\$ 10,010.50
Services				\$ 10,010.50
Travel billed at 50% discount				<u>-5,005.25</u>
Total Due				\$ <u>5,005.25</u>

File No.: 112782-0015 – Debtor-In-Possession/Cash Collateral

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/10/16	Galardi, G.	1.10	Work on financing motion and order (1.1)	1,353.00
06/10/16	Agudelo, J.	6.60	Participate in morning all hands status call with Gawker GC, W. Holden, Houlihan Lokey (0.1), telephone conference with J. DeSilva, J. Gill, Schulte attorneys regarding DIP financing (0.4), e-mails with L. Bresa, J. DeSilva regarding SVB payoff letter (0.1), revise DIP financing motion (3.4), e-mail to Ropes team regarding same (0.2), e-mail to Schulte regarding same (0.2), e-mail to Ropes team regarding status of cash collateral and DIP motions and orders (0.3), office conference with G. Galardi regarding DIP interim order (0.3), revise same (0.3), e-mail to Schulte team regarding same (0.2), review Schulte comments to DIP financing motion (0.4), edit motion accordingly (0.7).	5,412.00
06/10/16	Bresa, L.	9.70	Distributed DIP blacklines (.5); reviewed pledge agreement (1.5); revised domain name control agreement (1.0); internal meeting on DIP agreement (1.0); call with Schulte on points on DIP financing agreement (.5); internal meeting on shareholders resolutions and strategy, credit agreement questions (1.5); distributed email to CRO and Houlihan on credit agreement (.5); revised credit agreement as per J. De Silva mark-up (.5); emailed Hungarian counsel about timing for security documents (.2); met with J. De Silva about payoff letter for SVB (.5); emailed corporate team for org docs and reviewed (.5); revised documents for correct Kinja name (.3); spoke with J. Agudelo about payoff letter and SVB lien releases (.3); emailed J. Gill about first day motions language in DIP (.1); reviewed DIP schedules (.1); corresponded internally on getting Schulte info on IT Access questions (.4); emailed Schulte responses to questions on Gawker IT access (.3).	7,954.00
06/10/16	de Padua, S.	0.60	Call with Gawker and restructuring consultants to discuss issues on draft issues list with J. De Silva.	381.00
06/10/16	de Padua, S.	3.20	Review and comment on draft exhibits to Credit Agreement, draft officer's certificates and other draft ancillaries to the Financing Agreement and send the same to J. De Silva and L. Bresa for review; revise the same per	2,032.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/11/16	De Silva, Joanne	4.50	comments from finance team. Attention to DIP financing agreement (3.5); conference call with Schulte (0.5); update to company, Houlihan and CRO (0.5).	4,140.00
06/11/16	Gill, J.	0.80	Review DIP order, discuss Sale Motion(.8)	824.00
06/11/16	Agudelo, J.	2.60	Telephone conference with Schulte team, J. Gill, J. DeSilva, A. DePadua regarding DIP financing motion (0.2), telephone conference with J. Gill regarding same (0.1), edit DIP financing motion (2.1), separate e-mails with K. Alexander and client regarding same (0.2).	2,132.00
06/11/16	Alexander, K.	0.20	Correspondence re DIP and cash collateral issues (.2)	173.00
06/11/16	Bresa, L.	0.30	Call with Schulte on DIP financing.	246.00
06/11/16	Bresa, L.	0.10	Call with J. Desilva about DIP draft.	82.00
06/11/16	Bresa, L.	0.20	Drafted list of discussion items and sent to J. DeSilva.	164.00
06/11/16	de Padua, S.	0.30	Call with SRZ, J. De Silva, J. Gill and L. Bresa to discuss Financing Agreement comments.	190.50
06/12/16	De Silva, Joanne	7.80	Review and analysis of DIP financing agreement and Schulte payoff letter (7.2); prepare issues list (.6).	7,176.00
06/12/16	De Silva, Joanne	0.70	Prepare issues list (0.5); follow up with Hungarian counsel regarding timing regarding Hungarian guarantee and security documents as condition subsequent (0.2).	644.00
06/12/16	Gill, J.	0.80	Correspondence on open DIP issues (0.4); correspondence regarding DIP and DIP motion open items (0.4).	824.00
06/12/16	Agudelo, J.	8.40	E-mails with J. DeSilva, L. Bresa regarding payoff letter (0.3), briefly review same (0.2), e-mails with J. DeSilva, L. Bresa, A. DePadua regarding financing agreement (1.0), revise DIP financing/cash collateral motion (2.1), revise DIP motion (3.8), office conferences with K. Alexander regarding status (0.2), office conference with J. Gill, K. Alexander, M. Roitman, S. Dasaro regarding status update, filing tonight (0.5), office conferences with W. Holden regarding declaration in connection with DIP, DIP motion (0.3).	6,888.00
06/12/16	de Padua, S.	0.30	Correspondence with SRZ and H. Jenkins regarding open points on Financing Agreement schedules (0.30)	190.50
06/12/16	de Padua, S.	3.70	Attention to finalizing Financing Agreement draft and correspondence with J. De Silva, W. Holden, J. Gill and SRZ regarding the	2,349.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/13/16	De Silva, Joanne	10.10	same. Finalize DIP financing agreement and office conference with Ropes team re same (3.5 hours) Conference calls with Schulte regarding same. (0.6 hour) Conference calls with company regarding same. (0.5 hours) Review payoff letter and markups thereof. (2.0 hours) Attention to schedules to DIP financing agreement and related correspondence. (0.5 hours) Review closing checklist. (0.4 hours) Attention to ancillary DIP documents. (0.5 hours) Attention to closing deliverables. (0.9 hours) Review draft legal opinion. (0.4 hours) Respond to queries from CRO. (0.4 hours). Attention to consent to asset purchase agreement. (0.4 hours)	9,292.00
06/13/16	Galardi, G.	2.40	Continue to work on open issues re: DIP financing (1.8); review and comment on order (.6)	2,952.00
06/13/16	Gill, J.	3.60	Telephone call Ropes, Houlihan regarding DIP timing (0.3); correspondence on final DIP issues (0.3); follow up with DIP team (0.3); telephone call SRZ on execution of DIP, follow up internally and exchange (0.4); telephone calls with Latham re process on interim DIP order (0.3); review and comment on interim DIP order (0.5); review second lien comments to interim DIP order (0.3); telephone call with H. Dietrick re DIP (0.4); correspond on DIP loan schedules (0.2); reviewing DIP terms (0.3); correspondence with Ziff's counsel re dispositions, etc., under DIP documents and consents (0.3).	3,708.00
06/13/16	Agudelo, J.	10.00	Status call with W. Holden, J. Gill, K. Alexander, client regarding status (0.1), telephone conference with J. Gill, K. Simon of Latham regarding Columbus Nova status on DIP (0.4), revise DIP motion (1.5), e-mails with A. Harris of Schulte regarding same (0.4), telephone conference with A. Harris regarding same (0.3), revise DIP order (0.8), e-mails with A. Harris of Schulte regarding same (0.4), office conferences with J. Gill regarding same (0.4), office conference with K. Alexander regarding same (0.3), draft form of Holden declaration in connection with DIP motion (0.4), e-mails with W. Holden regarding same (0.3), e-	8,200.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			mails with managing clerk's office regarding filing of same (0.3), e-mails with J. De Silva, L. Bresa, A. DePadua regarding DIP financing agreement (0.3), briefly review SVB payoff letter (0.2), e-mail to J. De Silva, L. Bresa regarding same (0.4), review UST comments to order (0.4), office conferences with S. Dasaro regarding same (0.3), analyze numerous Columbus Nova comments to interim DIP order (2.0), draft detailed correspondence to G. Galardi regarding same (0.8).	
06/13/16	Alexander, K.	1.10	Confer with J. Agudelo and M. Roitman re DIP and sale motions; review same (1.1)	951.50
06/13/16	Bresa, L.	7.90	Conference with J. De Silva re DIP issues(.5); confer with CRO re same (.2); revised payoff letter and correspondence to SVB (.7); call with J. Gill about real estate and payoff issues (.3); call with Reimer about payoff letter (.3); correspondence re open items on payoff (0.3); call with CRO and Reimer re same (.6); revise and distribute payoff letter (.5); corresponded re various security document matters and ancillary deliverables (1.0); call with J. Gill re related issues (.3); revised DIP financing agreement (.5); call with Schulte re DIP agreement (0.2); drafted conditions precedent summary and status update (1.5); office conference with J. De Silva and correspondence re same(1.0).	6,478.00
06/13/16	Kaneyasu-Speck, S.	0.80	Review and comment on schedules to financing agreement with Cerberus.	656.00
06/13/16	de Padua, S.	5.50	Finalize Financing Agreement and correspondence with SRZ regarding the same (0.80); meeting with J. De Silva and L. Bresa regarding open items in Financing Agreement (.30); correspondence with Hungarian counsel regarding corporate deliverables required for Financing Agreement Effectiveness (0.50); meeting with J. de Silva to discuss comments to draft ancillary documents to Financing Agreement (0.20); revise draft ancillary agreements per comments from L. Bresa and J. de Silva and send to SRZ for sign-off (0.80); correspondence with L. Bresa regarding financing (0.10); correspondence with R&G paralegal team to order good standings and corporate deliverables for closing Date	3,492.50

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(0.10); review and comment on Closing Date punchlist to be sent to Lenders' counsel and correspondence with L. Bresa regarding the same (0.10); correspondence with H. Jenkins, S. Kaneyasu-Speck and J. Gill regarding revisions to Financing Agreement schedules and revise the same for sending to SRZ (1.10); draft consent to ZDGM Asset Purchase Agreement under Financing Agreement and send the same to L. Bresa for comment, send draft consent to J. Gill and S&C for review (1.00); review revised drafts of Financing Agreement, ancillary documents sent to SRZ and correspondence with SRZ regarding comments to draft ancillaries and Financing Agreement schedules (0.40)	
06/13/16	Lang, P.	0.50	Efiled DIP motion for J. Agudelo.	167.50
06/14/16	De Silva, Joanne	8.90	Attention to comments to Hungarian security documents and coordinate with Hungarian counsel regarding same. (1 hour) Follow up regarding domain name agreement. (0.5 hours). Attention to IT agreement. (0.5 hours). Attention to closing checklist and discussions regarding same. (1.8 hours). Follow up regarding proposed changes to DIP financing agreement. (1 hour). Attention to changes to schedules to DIP financing agreement. (0.5 hours). Attention to status of consent to asset purchase agreement. (0.4 hours). Attention to mechanics for DIP funding. (0.8 hour). Attention to closing deliverables. (1 hour). Revise opinion. (1 hour). Review draft amendment to DIP financing agreement. (0.4 hours).	8,188.00
06/14/16	Galardi, G.	1.10	Address final issues with DIP financing	1,353.00
06/14/16	Gill, J.	6.00	Correspond with Hungarian counsel regarding collateral prices and enforcement (0.5); correspond with Maples regarding corporate issues (0.3); all hands call (0.5); confer re request for exception to disposition covenant (0.3); follow up SRZ regarding amendment (0.3); telephone call with K.Simon regarding interim DIP order (0.4); correspondence regarding payoffs (0.6); telephone call with S&C regarding disposition covenant in DIP to permit APA, follow up internally (0.3); office conference with restructuring team regarding first day relief (0.4); office conference with	6,180.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/14/16	Agudelo, J.	10.60	restructuring team re DIP (0.3); emails and telephone calls regarding closing DIP process (0.7); SRZ DIP amendment review and circulate (0.3); analyze corporate issues regarding authority (0.4); DIP closing analysis with finance team (0.2); correspond with finance team regarding deliverables and closing (0.5). Telephone conference with internal team and client regarding status (0.3), office conference with K. Alexander regarding DIP-related disclosures (0.1), telephone conference with J. Gill, K. Simon of Latham regarding comments to DIP order (0.8), office conference with K. Alexander, M. Roitman, S. Dasaro regarding pending tasks (0.4), telephone conference with A. Harris of Schulte regarding DIP (0.3), edit interim DIP motion (3.4), e-mail to Schulte, Latham regarding same (0.2), office conference with K. Alexander regarding preparation for tomorrow's hearing (0.2), telephone conference with K. Simon of Latham regarding follow up comments (0.2), revise same (0.3), review Schulte comments to DIP (0.2), incorporate same into DIP order (0.2), draft summary of outstanding DIP items (1.6), confer with G. Galardi regarding DIP Motion (0.4), further revise DIP order (0.8), e-mail to Schulte, Latham (0.2), e-mail to US Trustee's office, US Attorney's office regarding same (0.4), office conferences with S. Dasaro regarding preparation for tomorrow's hearing (0.3), telephone conference with same regarding final DIP motion (0.2), e-mail with C. O'Connell regarding same (0.1).	8,692.00
06/14/16	Bresa, L.	5.50	Reviewed revised drafts of payoff letter and corresponded with company re the same (1.0); calls with Reimer on open items on payoff letter (0.5); internal meeting on DIP and conditions precedent status (1.0); revised conditions precedent and outstanding items list and circulated internally (.5); reviewed Hungarian security documents (0.5); corresponded with Hungarian counsel (.1); meeting with A. Depadua on open closing items with local counsel (.5); reviewed and revised operative documents (.5); correspond with Cayman counsel (.2);	4,510.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/14/16	Kaneyasu-Speck, S.	0.50	reviewed and marked up IT data access agreement and sent to company to coordinate review by Datagram (.7);	410.00
06/14/16	de Padua, S.	5.20	Draft and revise schedules to DIP loan (0.5). Correspondence and calls with counsel to DIP lender regarding comments to the Financing Agreement, ancillaries and schedules and revise drafts of the same (2.10); draft Borrowing Notice and Financial Statement and Officer's Certificate and send to W. Holden (0.40); meeting with J. de Silva regarding revisions to opinion (0.10); Closing checklist meeting with finance team (.20); update items on closing checklist and correspondence with SRZ, Cayman counsel and Hungarian counsel regarding the same; meetings and internal calls re signature pages (0.60); Finalize drafts of Financing Agreement ancillaries and send the same to SRZ for sign-off (0.10); revise draft opinion and send the same to SRZ (0.50); finalize ancillaries and other items on closing checklist and correspondence with SRZ, Cayman counsel and Hungarian counsel regarding the same (1.00); confer internally re signature pages (0.20).	3,302.00
06/15/16	De Silva, Joanne	7.00	Finalize opinion. (1 hour) Attention to back up certificate. (0.4 hours) Attention to satisfaction of conditions precedent to funding. (5.6 hours).	6,440.00
06/15/16	Gill, J.	1.30	Correspondence regarding final interim order (0.4); financing amendment (0.4); office conference with K. Alexander hearing (0.2); correspondence regarding DIP closing deliverables (0.3).	1,339.00
06/15/16	Agudelo, J.	4.40	Draft hearing preparation materials in respect of DIP financing motion (1.3), telephone conference with G. Galardi regarding order (0.1), revise, circulate order to DIP lender and prepetition second lien lender (0.2), revise DIP order after hearing (2.0), correspondence with DIP lender, prepetition second lien lender, UST regarding same and additional comments (0.6), e-mails with C. O'Connell regarding same (0.2).	3,608.00
06/15/16	Bresa, L.	4.80	Call with Schulte on open items (.5); internal meeting on open items and conditions precedent (.75); email Hungarian counsel on status of ranking agreement (.1); email	3,936.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			Schulte about sign off on amendment and other changes to operative documents (.5); reviewed funds flow agreement (0.8); call to confirm amounts in funds flow annex (.25); revise conditions precedent list and distributed internally for review and externally for update call (.5); review borrowing notice against credit agreement (.3); corresponded with Hungarian counsels on ranking agreement (.2); met with J. De Silva about her comments to the funds flow agreement (.2); confer with B. Harvey at Schulte re funds flow agreement (.1); reviewed Schulte comments to Ropes opinion and spoke with A. de Padua re same (.6).	
06/15/16	Dasaro, S.	0.30	Attention to emails related to DIP order (.3).	190.50
06/15/16	de Padua, S.	4.60	Finalizing documents and internal correspondence and with SRZ regarding the same (2.60); revision of R&G opinion and correspondence with S. Rutkovsky and J. De Silva regarding the same; correspondence and calls with SRZ regarding comments to R&G Financing Opinion; attention to compiling final executed documents and sending the same to SRZ for sign-off (1.40); Closing Checklist calls with internal finance team and SRZ in anticipation of funding (0.20); review and revise Closing Checklist to reflect CPs satisfied and correspondence with local counsel in Cayman Islands and Hungary regarding the same (0.40).	2,921.00
06/16/16	De Silva, Joanne	3.90	Correspondence and conference call with Hungarian counsel (0.5 hours). Attention to status of closing deliverables (1 hour). Correspondence and discussions regarding status of DIP order and order regarding first day motions (0.5 hours). Pre-closing conference call with Schulte (0.4 hours). Follow up regarding Cayman register of mortgages (0.3 hours). Review final payoff letter and funds flow (0.4 hours). Finalize and execute opinion (0.5 hours). Closing call with Schulte, Cerberus and CRO (0.3 hours).	3,588.00
06/16/16	Gill, J.	2.00	DIP closing correspondence (0.4); cash collateral order issues, including calls and emails to SVB counsel (0.4); telephone calls regarding closing schedule with CRO, others (0.3); interim DIP order issues (0.2);	2,060.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/16/16	Agudelo, J.	2.60	correspondence regarding Hungarian and Caymans issues (0.4); confer with W. Holden regarding closing timing (0.3). Telephone conference with S. Dasaro regarding DIP order, cash management order (0.1), e-mails with finance team regarding same (0.3), revise DIP order and e-mail same to S. Dasaro for US Trustee (0.5), telephone conference with J. Gill regarding status (0.2), participated in DIP financing closing call (0.2); internal correspondence regarding closing (0.2), office conferences with K. Alexander and telephone conferences with DIP lender counsel, chambers, first lien lender counsel regarding DIP financing (0.7), telephone conference with J. Gill regarding same (0.1) e-mails with first lien lender regarding same (0.1), e-mail to finance team regarding closing (0.1), telephone conference with A. De Padua regarding same (0.1).	2,132.00
06/16/16	Bresa, L.	1.30	Corresponded with Hungarian counsel on timing of documents (.3); corresponded with Reimer about timing for executed payoff letter (.2); CP list call with Schulte (.5); distributed executed payoff letter (.1); corresponded with SVB Hungarian counsel on contacts at Cerberus Hungarian counsel for agreement (.2).	1,066.00
06/16/16	Dasaro, S.	0.50	Revisions and calls related to DIP Order (.5).	317.50
06/16/16	de Padua, S.	1.40	Attention to closing and satisfaction of CPs in connection therewith.	889.00
06/20/16	Bresa, L.	0.10	Correspondence with P. Szasz.	82.00
06/21/16	De Silva, Joanne	1.20	Attention to conditions precedent to final funding and meeting with finance team to ascertain status regarding same. (0.4 hours) Follow up regarding Hungarian release documents. (0.3 hours) Internal discussion regarding preparing closing checklist for final funding. (0.2 hours) Review closing checklist. (0.3 hours)	1,104.00
06/21/16	Agudelo, J.	0.10	E-mail with B. Tong of Schulte regarding final DIP order.	82.00
06/21/16	Bresa, L.	2.50	Internal meeting on conditions precedent for final funding (.5); reviewed payoff letters and documents for lien terminations (.5); emailed financing team on steps needed to terminate US security interests (.2); reviewed DIP financing agreement re Hungarian collateral and perfection (.4);	2,050.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/21/16	de Padua, S.	0.20	emailed Hungarian counsel re perfection of security interests (.2); reviewed documents re IP security agreements and UCC financing statements (.7); Internal meeting with finance team regarding conditions precedent for Final DIP closing (0.10); correspondence with company regarding account control agreements (0.10).	127.00
06/22/16	Agudelo, J.	0.10	E-mails with L. Bresa regarding perfection of DIP liens.	82.00
06/22/16	Bresa, L.	1.30	Call with Hungarian re pledge agreement (.5); spoke with Schulte about pledge of IP (.2); emailed Hungarian counsel update on IP (.2); emailed Reimer about lien releases in connection with payoff (.1); email re POA for Hungary (.1); emailed Hungarian Counsel in response to questions (.1); emailed J. Agudelo re perfection steps (.1);	1,066.00
06/23/16	De Silva, Joanne	0.30	Attention to status of execution and perfection of Hungarian security documents.	276.00
06/23/16	Gill, J.	0.30	Correspondence on Hungarian deadlines for collateral documents in DIP (0.3).	309.00
06/23/16	Bresa, L.	0.90	Corresponded with H. Dietrich and J. Gill about review of POA (.3); emailed H. Dietrich in response to questions on security documents (.2); emailed Hungarian counsel in response to Cerberus proposed timelines re IP (.4);	738.00
06/24/16	De Silva, Joanne	0.50	Attention to status of condition subsequent regarding Hungarian security (0.4 hours). Correspondence with Hungarian counsel re same (0.1 hours).	460.00
06/24/16	Bresa, L.	1.60	Corresponded with company and Hungarian counsel (.5); confer with J. Gill regarding same (.2); call with J. Agudelo on DIP financing agreement and funding on final order date (.3); reviewed UCC terminations (.2); corresponded with J. De Silva re Hungary issues (.4);	1,312.00
06/24/16	de Padua, S.	0.10	Correspondence with Gawker and lender's counsel regarding financing matters.	63.50
06/28/16	Agudelo, J.	0.20	E-mails with B. Tong of Schulte regarding Final DIP order (0.1), e-mails with W. Holden, regarding DIP documents (0.1).	164.00
06/28/16	Bresa, L.	0.20	Corresponded with corporate team about outstanding items for final funding.	164.00
06/29/16	Agudelo, J.	0.40	E-mails with B. Tong of Schulte regarding order (0.2), e-mails with K. Alexander regarding same (0.2).	328.00
06/29/16	Bresa, L.	0.50	Corresponded with IP paralegals re: IP	410.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/29/16	Bresa, L.	0.40	filings (.2); reviewed cover sheets for IP filings and executed documentation (.3); Corresponded with Hungarian counsel about status of security (.3); internal correspondence on post-closing items (.1);	328.00
06/30/16	Galardi, G.	0.70	Follow-up re: comments to DIP and related matters from Committee (.7)	861.00
06/30/16	Agudelo, J.	5.30	Review revised DIP final order (3.7), office conference with G. Galardi regarding same (0.2), e-mail to same and J. Gill regarding same (1.0), telephone conference with L. Bresa regarding DIP credit agreement conditions precedent (0.2), e-mails with Committee counsel regarding same (0.1), office conference with K. Alexander regarding same (0.1).	4,346.00
06/30/16	de Padua, S.	0.70	Revise draft Borrowing Notice (0.20); call with SRZ re financing matters (0.50).	444.50
07/01/16	Agudelo, J.	2.80	Multiple rounds of edits to DIP order (1.0), e-mails with G. Galardi, W. Holden regarding same (0.2), several e-mails with counsel for the DIP Secured Parties, the Prepetition Second Lien Lender, and the Committee regarding same (0.4), e-mails with the Office of the US Trustee regarding same (0.4), e-mails with L. Bresa regarding select finance terms in DIP order (0.3), telephone conference with same regarding same (0.2), e-mails with same regarding DIP agreement amendment (0.3).	2,296.00
07/01/16	Bresa, L.	0.70	Reviewed DIP order and sent comments to J. Agudelo (.3); call with J. Agudelo regarding DIP order and related matters (.4);	574.00
07/01/16	de Padua, S.	1.00	Correspondence with SRZ regarding finance matters (0.60); work on Borrowing Notice (0.20); review and mark-up budget certificate (0.20).	635.00
07/01/16	Weinberg, M.	0.40	Draft notice of revised proposed final cash collateral order.	114.00
07/04/16	Galardi, G.	0.40	Review revisions to Final DIP order	492.00
07/04/16	Agudelo, J.	0.20	Correspondence with N. Baker of Simpson Thacher, G. Galardi regarding Committee's time to object to DIP motion.	164.00
07/05/16	De Silva, Joanne	1.00	Attention to status of conditions to final funding.	920.00
07/05/16	Galardi, G.	0.40	Address further changes to DIP order with committee	492.00
07/05/16	Agudelo, J.	3.30	Further edits to DIP motion order (0.4), e-mails with counsel for the DIP secured parties, prepetition second lien lender,	2,706.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			Committee regarding same (0.4), e-mails with office of the US Trustee regarding same (0.3), e-mail with client regarding same (0.1), office conference with client regarding same (0.3), e-mails with G. Galardi regarding same (0.2), e-mails with J. Gill regarding same (0.1), office conference with J. Gill regarding same (0.3), revise notice of hearing for filing with Court (0.4), e-mails with G. Galardi regarding same (0.2), office conference with S. Dasaro regarding same (0.1), e-mails with M. Weinberg regarding materials for filing (0.4), e-mails with corporate team regarding conformed copy of DIP financing agreement (0.1).	
07/05/16	Bresa, L.	0.30	Compile and send J. Agudelo financing documents.	246.00
07/05/16	de Padua, S.	0.60	Review SRZ Comments to DACA and send the same to SVB counsel for review and sign-off (0.50); correspondence with SVB and SRZ regarding the same (0.10).	381.00
07/05/16	Weinberg, M.	0.50	Compile exhibits for proposed DIP final order (0.3); e-file and coordinate service of same (0.2).	142.50
07/06/16	De Silva, Joanne	0.50	Attention to conditions to final funding.	460.00
07/06/16	Galardi, G.	0.70	Work on final issues re: Final DIP order and financing agreement	861.00
07/06/16	Alexander, K.	5.00	Review and revise orders for entry (1.9); confer with G. Galardi, S. Dasaro re case status (.5); review and revise orders and prepare for hearing (2.2); confer with J. Agudelo regarding the same (.4).	4,325.00
07/06/16	de Padua, S.	0.20	Correspondence regarding outstanding items due for Final DIP Funding and Closing Date.	127.00
07/07/16	Bresa, L.	1.00	Correspond with Company and J. Agudelo regarding DIP (.3); Reviewed and revised ancillary closing documentation (.7).	820.00
07/07/16	de Padua, S.	1.10	Correspondence with Schulte and SVB regarding DIP.	698.50
07/08/16	De Silva, Joanne	1.00	Attention to final closing conditions (.6); confer with corporate team regarding the same (.4).	920.00
07/08/16	Agudelo, J.	0.30	E-mail to chambers regarding DIP financing order (0.1), e-mails with finance team regarding same (0.2).	246.00
07/08/16	Bresa, L.	0.30	Correspond with company and J. Agudelo regarding DIP matters (.2); confer with A. De Padua regarding other DIP matters (.1).	246.00
07/13/16	Bresa, L.	0.30	Email IT Access Agreement (.1); email Hungarian counsel regarding Schulte	246.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			comments (.1); email Hungarian counsel re release of security documents (.1).	
07/14/16	Bresa, L.	0.10	Emailed Schulte domain access agreement.	82.00
07/15/16	De Silva, Joanne	0.20	Attention to status of post-closing conditions.	184.00
07/15/16	Bresa, L.	0.40	Reviewed ranking agreement and emailed Hungarian counsel about review (.3); emailed Schulte update on status of IT Access Agreement (.1).	328.00
07/21/16	Galardi, G.	0.40	Address revised budget issues with committee, Cerberus and other advisers	492.00
		Total Hours	206.40	Total Amount \$ 174,170.00

Services	\$ 174,170.00
Total Disbursements and Charges	1,350.41

Total Due	\$ 175,520.41
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File No.: 112782-0016 – Other Retention & Fee Application

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/10/16	Agudelo, J.	0.10	Office conference with M. Roitman regarding retention application (0.1).	82.00
06/10/16	Alexander, K.	0.30	Confer with M. Roitman Opportune re renention (.3)	259.50
06/10/16	Roitman, M.	5.90	Draft Opportune retention application (4.2); Research SDNY requirements for 363 retentions in connection with same (0.8); Emails with M. Weinberg re: same (0.1); Confer with K. Alexander and S. Dasaro re: same (0.3); Review local rules and bankruptcy rules re: professional retention applications (0.4); Emails with K. Alexander re: same (0.1)	5,103.50
06/13/16	Alexander, K.	2.00	Review and revise claims agent applications and confer with team re same (1.8); confer with J. Agudelo and follow up re filing issues (.2).	1,730.00
06/13/16	Dasaro, S.	1.40	Review and revise applications for retention of Prime Clerk (.8) confer with C. O'Connell regarding same (.3); confer with K. Alexander regarding same (.3).	889.00
06/14/16	Dasaro, S.	0.80	Confer with C. O'Connell regarding retention application of Houlihan Lokey (.3) review draft of same (.5).	508.00
06/15/16	Agudelo, J.	0.40	Office conference with C. O'Connell regarding Houlihan application (0.2), office conference with S. Dasaro regarding declaration in respect of same (0.2).	328.00
06/15/16	Dasaro, S.	0.90	Confer with J. Agudelo regarding retentions (.2); confer with K. Alexander regarding retentions (.3); emails with Opportune regarding conflicts search (.2); review lists of parties in interest (.2).	571.50
06/15/16	Roitman, M.	0.70	Draft Opportune retention application (0.7)	605.50
06/16/16	Agudelo, J.	4.50	Office conferences with S. Dasaro regarding Houlihan retention application (0.2), office conference with C. O'Connell regarding draft (0.2), review, analyze supporting materials for motion (2.90), draft motion (1.2).	3,690.00
06/16/16	Dasaro, S.	0.50	Attention to Houlihan retention application (.3); confer with J. Agudelo regarding same (.2).	317.50
06/16/16	Roitman, M.	5.10	Revise Opportune retention application (1.3); Revise proposed order for Opportune retention application (0.5); Revise Opportune declaration in support of retention (0.9); Confer with S. Dasaro re:	4,411.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			conflict review in connection with Opportune retention (0.3); Confer with K. Alexander re: same (0.3); Revise Opportune retention application and supporting documentation in response to comments received from Opportune (0.7); Review retention precedent (0.6); Confer with team re protocol (0.3); Emails with Opportune re: same (0.2).	
06/17/16	Agudelo, J.	5.30	Office conference with C. O'Connell regarding research related to Houlihan retention application (0.2), draft Houlihan retention application (4.5), telephone conferences with S. Dasaro regarding same (0.3), telephone conference with K. Alexander regarding same (0.1), e-mails with R. Sandahl regarding same (0.2).	4,346.00
06/17/16	Alexander, K.	2.60	Review and revise retention application for Opportune and confer with S. Dasaro re same (2.6)	2,249.00
06/17/16	Alexander, K.	0.40	Confer and correspondence with M. Roitman re opportune retention (.4)	346.00
06/17/16	Roitman, M.	1.20	Revise Opportune retention application (0.3); Emails with W. Holden re: same (0.3); Emails with H. Dietrick re: same (0.2); Revise declaration in support of Opportune retention application (0.4)	1,038.00
06/18/16	Dasaro, S.	0.30	Speak with and exchange emails with Prime Clerk regarding case administration	190.50
06/19/16	Agudelo, J.	1.30	Revise Houlihan Lokey retention application proposed order (0.4), prepare for call with US Trustee (0.3), telephone conference with US Trustee regarding same (0.3), office conference with S. Dasaro regarding same (0.1), draft e-mail to R. Snellenbarger of Houlihan Lokey regarding same (0.2).	1,066.00
06/19/16	Alexander, K.	0.20	Telephone conference with US Trustee regarding retention applications (.1); confer with S. Dasaro and J. Agudelo regarding retention applications (.1)	173.00
06/19/16	Alexander, K.	0.50	Review additional motions to be filed and send comments to S. Dasaro (.5).	432.50
06/20/16	Agudelo, J.	8.70	E-mail to W. Holden with Houlihan Lokey retention application (0.2), revise retention application (1.3), proposed order (0.3), R. Snellenbarger declaration (1.4), several e-mails with R. Snellenbarger, R. Sandahl regarding each of the foregoing (1.0), telephone conferences with R. Sandahl regarding same (0.2), e-mail to U.S. Trustee	7,134.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			regarding changes to order (0.3), final edits and review of motion (2.8), office conferences with K. Alexander and S. Dasaro regarding same (0.4), review Opportune retention application (0.5), office conference with M. Roitman regarding same (0.1), e-mails with M. Weinberg regarding filing of same (0.2).	
06/20/16	Alexander, K.	0.90	Review and revise filings for second day hearing, prepare same for filing, and confer with team re same	778.50
06/20/16	Dasaro, S.	1.00	Review Houlihan Lokey retention application and proposed order	635.00
06/20/16	Roitman, M.	3.10	Revise Opportune engagement application and supporting documentation (2.1); Emails with W. Holden re: same (0.2); Emails with H. Dietrick re: same (0.3); Emails with K. Alexander and S. Dasaro re: same (0.2); Confer with K. Alexander, J. Agudelo and S. Dasaro re: same (0.3).	2,681.50
06/22/16	Dasaro, S.	1.00	Draft retention application for Levine Sullivan Koch and Schulz.	635.00
06/23/16	Agudelo, J.	0.20	Office conference with C. O'Connell regarding preparation for hearing on Houlihan Lokey retention application.	164.00
06/23/16	Alexander, K.	0.20	Telephone conference with S. Buckley.	173.00
06/24/16	Dasaro, S.	2.00	Draft retention application for Cahill Gordon and Reindel.	1,270.00
06/28/16	Alexander, K.	0.40	Confer with US Trustee and follow up with W. Holden.	346.00
06/29/16	Alexander, K.	0.30	Correspondence with Opportune re retention application issues (.1); confer with team re scheduling matters (.2).	259.50
07/01/16	Agudelo, J.	0.10	E-mail to K. Alexander, S. Dasaro regarding status of Houlihan Lokey retention application.	82.00
07/02/16	Dasaro, S.	0.70	Draft supplemental declaration (.5); attention to emails with Houlihan Lokey regarding parties in interest (.2).	444.50
07/05/16	Agudelo, J.	0.40	Office conference with C. O'Connell regarding Houlihan Lokey retention application.	328.00
07/05/16	Alexander, K.	0.20	Correspondence with S. Berlin re retention issues.	173.00
07/05/16	Dasaro, S.	0.50	Edit 327(e) retention application.	317.50
07/06/16	Galardi, G.	0.50	Review Houlihan retention	615.00
07/06/16	Galardi, G.	0.80	Review, revise and finalize supplemental declaration	984.00
07/06/16	Dasaro, S.	0.90	Call with Cahill Gordon regarding 327(e) retention (.4); draft supplement to Houlihan	571.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/07/16	Agudelo, J.	0.10	Lokey retention (.5).`	82.00
07/07/16	Alexander, K.	0.20	Correspondence with team regarding Houlihan Lokey supplemental declaration.	173.00
07/07/16	Dasaro, S.	0.20	Confer with M. Roitman re: Opportune retention application.`	127.00
07/07/16	Roitman, M.	0.20	Correspondence related to Cahill retention. `	173.00
07/08/16	Dasaro, S.	0.40	Confer with K. Alexander re: Opportune retention application (0.2)	254.00
07/08/16	Weinberg, M.	0.30	Call with Cahill regarding retention (.2); confer with Clerk's office regarding Prime Clerk retention (.2).`	85.50
07/11/16	Dasaro, S.	1.60	Review 327(e) retention application precedent for S. Dasaro.	1,016.00
07/12/16	Dasaro, S.	2.30	Revise Prime Clerk, Opportune, and Houlihan Lokey retention orders.	1,460.50
07/12/16	Weinberg, M.	0.20	Call with clerk of court regarding Prime Clerk retention and incorporate related edits (.3); revise various other retention orders (1.8); correspondence with team regarding same (.2).`	57.00
07/13/16	Wright, J.	0.30	Revise Prime Clerk retention for S. Dasaro.	265.50
07/13/16	Dasaro, S.	0.90	Call with M. Roitman re 327(e) retentions (0.3).	571.50
07/13/16	Dasaro, S.	4.00	Correspondence with Cahill regarding 327(e) application (.2); confer with M. Roitman regarding same (.2); draft notice of motion for 327(e) applications (.3); meet with M. Roitman regarding same (.2).	2,540.00
07/13/16	Roitman, M.	5.40	Prepare proposed orders for retentions (3.1); confer with M. Roitman regarding same (.5); coordinate printing and delivery to court (.4).	4,671.00
07/14/16	Alexander, K.	1.30	Review and revise orders re: retention of Debtors' professionals (1.1); Review transcript of hearing in connection with same (0.7); Meet with S. Dasaro re: further revisions to orders (0.5); Call with W. Russell re: Houlihan Lokey retention order (0.2); Emails with UST and Committee re: same (0.2); Emails with R. Sandahl re: same (0.1); Emails with W. Holden re: Opportune retention order (0.2); Confer with S. Dasaro re: same (0.2); Research re: 327(e) retention matters (1.7); Meet with S. Dasaro re: same (0.2); call with J. Wright re: same (0.3).	1,124.50
			Review materials re pendings issues for retention of professionals (.8); confer with S. Dasaro regarding 327 retentions (.3); confer with M. Roitman regarding LSKS retention (.2).	

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/14/16	Dasaro, S.	5.50	Call with U.S. Trustee regarding retentions (.3); follow up with M. Roitman regarding same (.2); emails with LSKS regarding retention (.3); confer with M. Roitman regarding same (.3); draft retention applications for T&L and B&H (2.6) confer with each law firm regarding same (.7); confer with Opportune regarding retentions (.3); confer with K. Alexander and G. Galardi regarding 327(e) (.3); coordinate filings with Prime Clerk (.5).	3,492.50
07/14/16	Roitman, M.	1.60	Conference call with US Trustee and S. Dasaro re: 327(e) retentions (0.3); Follow-up with S. Dasaro regarding the same (0.2); Review and comment upon draft 327(e) retention application for LSKS (0.6); Confer with K. Alexander re: same (0.2); Confer with S. Dasaro re: same (0.3).	1,384.00
07/15/16	Galardi, G.	0.90	Address 327(e) retention issues with counsel (.8); follow-up with UST re: same (.1)	1,107.00
07/15/16	Alexander, K.	0.20	Confer with S. Dasaro re retentions.	173.00
07/15/16	Dasaro, S.	4.80	Emails regarding retentions of law firms (.2); email correspondence and phone calls regarding matters related to retention of Thomas & Locicero (.8); email correspondence and phone calls regarding matters related to retention of Brannock & Humphries (.8); call with LSKS regarding retention (.5); edit LSKS retention application (1); edit retention applications of T&L and B&H (1.5).	3,048.00
07/15/16	Roitman, M.	2.20	Call with LSKS and S. Dasaro re: 327(e) retention (0.6); Follow-up meeting with S. Dasaro re: same (0.3); Review and comment upon draft 327(e) retention applications (0.3); Emails with G. Galardi re: same (0.2); Confer with K. Alexander and S. Dasaro re: same (0.4); Emails with G. Galardi re: Cahill retention (0.1); Call with S. Dasaro re: same (0.3).	1,903.00
07/16/16	Dasaro, S.	3.40	Edit 327(e) application of LSKS, conduct legal research regarding same.	2,159.00
07/17/16	Dasaro, S.	1.50	Edit LSKS 327(e) retention application.	952.50
07/17/16	Roitman, M.	4.90	Review and revise LSKS 327(e) retention application (2.8); Emails with S. Dasaro re: same (0.2); Research re: preference exposure and 327(e) retention (1.9).	4,238.50
07/18/16	Galardi, G.	0.20	Address 327(e) retention issues	246.00
07/18/16	Dasaro, S.	4.00	Confer with Hungarian counsel regarding retention (.2); calls with LSKS regarding	2,540.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/18/16	Roitman, M.	3.30	retention (.9); draft, edit and confer with M. Roitman regarding LSKS retention (2.7); emails with additional law firms regarding status of retentions (.2). Call with LSKS re: 327(e) retention (0.7); Review and revise draft retention application (1.4); Follow up research on effect of preference exposure on retention (0.9); Confer with S. Buckley re: Cahill retention (0.1); Emails with S. Dasaro and K. Alexander re: same (0.2).	2,854.50
07/19/16	Galardi, G.	0.30	Follow-up re: various 327(e) retention issues	369.00
07/19/16	Alexander, K.	0.40	Confer with team re pending retention applications.	346.00
07/19/16	Dasaro, S.	2.90	Calls with law firms regarding retention applications (.6); edit retention application for Cahill and confer with M. Roitman regarding same (1.5); review applications for Brannock & Humphries and Thomas & LoCicero (.8)	1,841.50
07/19/16	Roitman, M.	1.90	Revise Cahill 327(e) retention application (0.9); Emails with S. Buckley re: same (0.2); Confer with S. Dasaro re: same (0.3); Call with C. Bowman re: LSKS retention application (0.1); Meet with S. Dasaro re: 327(e) retention applications (0.2); Confer with G. Galardi, K. Alexander and S. Dasaro re: 327(e) applications (0.2)	1,643.50
07/20/16	Galardi, G.	1.60	Work on Cahill retention (.4); work on Levine and other retentions (1.2)	1,968.00
07/20/16	Galardi, G.	1.10	Update Galardi declaration (.6); calls with UST, Committee and client re: updated disclosure (.5)	1,353.00
07/20/16	Agudelo, J.	0.10	E-mails with J. Butler regarding supplemental Houlihan Lokey declaration.	82.00
07/20/16	Alexander, K.	0.20	Confer and correspond re retention of professionals.	173.00
07/20/16	Dasaro, S.	4.30	Review and revise LSKS and Cahill retention applications (2.2); review case law re same (1.8) confer with C. O'Connell regarding retention application (.3);	2,730.50
07/21/16	Galardi, G.	0.50	Address 327(e) applications and US Trustee questions	615.00
07/21/16	Dasaro, S.	5.80	Attention to Brannock & Humphries retention application, including emails, teleconferences, and various edits to the declarations and motion (1.4); Attention to Thomas & LoCicero retention application, including emails, teleconferences, and various edits to the declarations and motion	3,683.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(1.3); Attention to LSKS retention application, including emails, teleconferences, and various edits to the declarations and motion (1.4); Attention to Cahill retention application, including emails, teleconferences, and various edits to the declarations and motion (1.5); draft email to United States trustee regarding applications (.2).	
07/21/16	Roitman, M.	5.80	Revise Cahill retention application (2.4); Emails with S. Buckley re: same (0.2); Review and comment upon draft LSKS retention application (1.2); Review and comment upon draft B&H retention application (0.7); Review and comment upon draft TLO retention application (0.8); Confer with S. Dasaro re: retention applications (0.5).	5,017.00
07/22/16	Galardi, G.	0.70	Work on US Trustee comments to 327(e) applications and follow-up re: same	861.00
07/22/16	Agudelo, J.	1.60	E-mails with W. Holden, Cirtin Cooperman regarding accounting work (0.3), telephone conferences with W. Holden regarding same (0.3), review statutory sources in respect of same (0.3), e-mails with G. Galardi regarding same (0.4), e-mails with K. Alexander, S. Dasaro regarding retention applications to be filed (0.2), office conference with S. Dasaro regarding same (0.1).	1,312.00
07/22/16	Dasaro, S.	4.30	Compile and coordinate receipt of signatures of retention applications for retention applications (.6); call with W. Holden regarding applications (.4); additional edits to all four applications (2.5); call with Thomas LoCicero regarding application (.3); calls and emails with LSKS regarding applications, and specific edits to application (.5).	2,730.50
07/22/16	Dasaro, S.	0.40	Confer with Maples & Calder and emails regarding retention.	254.00
07/22/16	Roitman, M.	3.90	Revise Cahill retention application in response to comments received (0.9); Emails with S. Buckley and J. Levitin re: same (0.3); Emails with G. Galardi re: same (0.2); Review and comment upon revised draft LSKS retention application (0.6); Emails with G. Zipes re: same (0.2); Emails with S. Berlin re: same (0.3); Review and comment upon revised draft B&H retention	3,373.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			application (0.7); Review and comment upon revised draft TLO retention application (0.4); Confer with S. Dasaro re: retention applications (0.3).	
07/22/16	Weinberg, M.	0.20	Emails regarding retention applications.	57.00
07/24/16	Galardi, G.	0.60	Review updated 327(e) applications (.6)	738.00
07/24/16	Roitman, M.	1.90	Revise 327(e) retention applications re: descriptions of Bollea litigation and disclosure of payments received (0.7); Emails with S. Dasaro re: same (0.3); Emails with LSKS re: disclosure of payments received (0.5); Call with G. Galardi re: same (0.2); Call with K. Alexander re: same (0.2)	1,643.50
07/25/16	Galardi, G.	0.80	Final review of Levine, Cahill and other 327(e) applications	984.00
07/25/16	Agudelo, J.	1.80	Telephone conference with U.S. Trustee's Office regarding Citrin Cooperman work (0.1), e-mail to same regarding same (0.2), telephone conferences with W. Holden regarding same (0.2), emails with Citrin Cooperman regarding same (0.2), telephone conference with same and S. Dasaro regarding retention (0.4), office conferences with S. Dasaro regarding same (0.4), e-mails with same regarding same (0.1), e-mails with G. Galardi regarding same (0.2).	1,476.00
07/25/16	Dasaro, S.	5.10	Call with Citrin Cooperman regarding retention application, discuss same with J. Agudelo, and additional, related follow up (1.4); call with US Trustee regarding 327(e) applications (.4); attend to compilation, final review, and filing of retention applications for LSKS, Brannock, Thomas & LoCicero, and Cahill (3); confer with OCP Professionals regarding submissions (.3).	3,238.50
07/25/16	Roitman, M.	3.50	Call with U.S. Trustee re: 327(e) retention applications (0.3); Revise LSKS retention application (0.5); Emails with LSKS re: same (0.2); Confer with S. Dasaro re: same (0.3); Revise B&H 327(e) retention application (0.8); Review final versions of 327(e) applications for filing (1.2); Confer with S. Dasaro re: same (0.2);	3,027.50
07/25/16	Weinberg, M.	1.50	Finalize retention applications (0.6); e-file and coordinate service of same (0.4); emails regarding same (0.2); research and gather tax accountant retention application precedent for S. Dasaro (0.3).	427.50
07/26/16	Dasaro, S.	0.90	Emails regarding OCP applications (.4); review various applications and motions (.5).	571.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/26/16	Weinberg, M.	0.30	Gather retention order precedent for S. Dasaro.	85.50
07/27/16	Agudelo, J.	0.20	Office conference with S. Dasaro regarding Citrin Cooperman retention application.	164.00
07/27/16	Dasaro, S.	1.50	Call with J. Duncan (.4); call with LSKS regarding hearing (.2); call with W. Holden regarding OCP retention (.2); emails and other calls regarding various OCP declarations (.5); review OCP declarations (.2).	952.50
07/27/16	Dasaro, S.	0.30	Emails regarding Opportune invoice (.2) and review draft notice regarding same (.1).	190.50
07/27/16	Roitman, M.	1.70	Review OCP order and transcript of hearing (0.5); Confer with S. Dasaro re: same (0.3); Call with F. O'Hegarty re: OCP retention (0.3); Review and comment upon proposed retention papers for OCPs (0.6)	1,470.50
07/27/16	Weinberg, M.	1.20	Research and gather OCP declaration and order precedent for S. Dasaro (0.4); draft notice of Klasko OCP declaration (0.8).	342.00
07/28/16	Agudelo, J.	0.30	Office conferences with S. Dasaro regarding 327(e) retention for Duncan firm.	246.00
07/28/16	Dasaro, S.	3.80	Draft 327(e) application for JB Duncan and research regarding same (2.9); call and emails with OCP regarding declaration (.5); internal conference regarding 327(e) application (.4).	2,413.00
07/28/16	McGee, W.	1.00	Conduct legal research in connection with retentions.	540.00
07/28/16	Weinberg, M.	2.60	Draft notice of Opportune June compensation statement and staffing report (0.8); research regarding 327(e) retention applications for S. Dasaro (1.8).	741.00
07/29/16	Agudelo, J.	0.20	Confer with S. Dasaro regarding Duncan retention application.	164.00
07/29/16	Dasaro, S.	1.20	Edit 327(e) application for Duncan (1), and speak with J. Agudelo regarding same (.2)	762.00
Total Hours		172.60	Total Amount	\$ 131,214.50
Services				\$ 131,214.50
Total Due				\$ 131,214.50

File No.: 112782-0017 – Executory Contracts/Leases

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/18/16	Agudelo, J.	0.30	Several e-mails with K. Alexander, M. Roitman, H. Kim regarding review of critical vendor contracts.	246.00
06/18/16	Roitman, M.	1.70	Call with K. Alexander re: critical vendors (0.3); Emails with K. Alexander re: same (0.2); Research critical vendor issues (0.7); Emails with J. Agudelo and H. Kim re: contract review (0.5)	1,470.50
06/19/16	Agudelo, J.	5.20	Analyze critical vendor issues (4.5), e-mails with H. Kim regarding same (0.3), telephone conferences with M. Roitman regarding same (0.3), office conference with S. Dasaro regarding same (0.1).	4,264.00
06/19/16	Kim, H.	3.20	Review critical vendor contracts.	1,504.00
06/19/16	Roitman, M.	1.10	Review and comment upon draft analysis of contracts in connection with critical vendor motion (0.4); Emails with H. Kim and J. Agudelo re: same (0.2); Emails with J. Agudelo re contract issues (0.2); Research in connection with same (0.3).	951.50
06/20/16	Agudelo, J.	0.90	Review H. Kim's analysis of critical vendor contracts (0.2), office conference with H. Kim regarding same (0.4), legal analysis in connection with same (0.3).	738.00
06/20/16	Kim, H.	0.60	Review and analyze critical vendor contracts.	282.00
06/21/16	Agudelo, J.	6.50	Telephone conference with Opportune team, K. Alexander, S. Dasaro regarding critical vendors request (0.3), review executory contracts for critical vendors request (2.50), e-mails with S. Abdel regarding particular contract queries (1.4), draft excel chart in respect of same, office conferences with K. Alexander regarding same (1.6), e-mails with same regarding same (0.5), office conference with S. Dasaro regarding correspondence for Court in respect of same (0.2).	5,330.00
06/22/16	Agudelo, J.	4.60	Telephone conference with K. Alexander, S. Dasaro, Opportune team regarding critical vendor submission (0.4), further review contracts in respect of same (1.6), draft additional supporting documentation for submission (1.3), office conferences with K. Alexander regarding same (0.5), office conference with S. Dasaro regarding same (0.2), review correspondence for Court and comment on same via e-mail to K.	3,772.00

Our Reference #: 112782-0017

Joint Group: 112782-FDraft

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/22/16	Alexander, K.	1.25	Alexander (0.4), e-mail to H. Kim regarding executory contract cure assignment (0.2). Confer and correspond with Ropes team and Opportune re executory contract issues (1.25).	1,081.25
06/23/16	Agudelo, J.	2.00	Telephone conference with Ropes team and Opportune team regarding executory contract cure notice/APA issues and follow up re same (0.6), assemble, e-mail background materials on executory contracts to Ropes team in connection with cure notice exercise (0.6), telephone conference with H. Kim regarding cure notice issues (0.3), telephone conference regarding same (0.5).	1,640.00
06/23/16	Kim, H.	0.80	Strategy discussion with Ropes team regarding cure notices (0.4) and call with Opportune (0.4).	376.00
06/24/16	Agudelo, J.	3.00	E-mails with H. Kim regarding executory contract review for cure notice (0.4), office conference with same regarding same (0.6), office conference with M. Roitman regarding same (0.2), telephone conferences with W. Holden regarding same (0.4), office conference with K. Alexander regarding same (0.2), e-mails with C. Teachout regarding work assignments in connection with same (0.5), begin considering protocol for contract review and analysis (0.7).	2,460.00
06/24/16	Kim, H.	1.80	Review executory contracts for cure notice.	846.00
06/24/16	Roitman, M.	0.50	Confer with J. Agudelo and H. Kim re: cure notice and review of contracts (0.3); Confer with J. Gill, K. Alexander and S. Dasaro re: same (0.2)	432.50
06/27/16	Agudelo, J.	1.70	Call with N. Ning, K. Roulett, M. Kwan, M. Cable, H. Kim regarding contract review project (0.5), prepare for office conference with H. Kim regarding same (0.6), begin drafting document review protocol in respect of same (0.6).	1,394.00
06/27/16	Cable, M.	0.50	Kick off call for review of contracts	270.00
06/27/16	Kim, H.	1.80	Coordinate with Opportune, review executory contracts (0.9), strategy meeting with J. Agudelo (0.4), contracts review meeting with Ropes team (0.5).	846.00
06/27/16	Kwan, M.	0.50	Telephone conference with Gawker contract review team to discuss contract review assignment.	170.00
06/27/16	Roulett, K.	0.50	Phone call with review team related to contract review process	235.00
06/28/16	Agudelo, J.	2.30	Continue drafting contract review protocol	1,886.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(1.0), telephone conference with W. Holden, Ropes team, PrimeClerk regarding same (0.8), office conference with K. Alexander, H. Kim regarding same and follow up (0.4), office conference with S. Dasaro regarding bankruptcy schedule G (0.1).	
06/28/16	Alexander, K.	1.10	Confer with Opportune, team re executory contract issues.	951.50
06/28/16	Alexander, K.	0.50	Office conference with J. Agudelo and H. Kim re executory contracts (.3); telephone conference and correspondence with H. Kim (.2).	432.50
06/28/16	Kim, H.	2.30	Review contracts (0.75), contracts review call with Opportune and PrimeClerk (0.75), strategy discussions (0.80).	1,081.00
06/29/16	Agudelo, J.	0.20	E-mails with H. Kim, K. Alexander regarding contract review for cure notices (0.1), telephone conference with H. Kim and team regarding same (0.1).	164.00
06/29/16	Alexander, K.	0.30	Confer re executory contract issues with J. Agudelo, team.	259.50
06/29/16	Cable, M.	0.80	Executory contract kick-off call and email correspondence in preparation for review.	432.00
06/29/16	Kim, H.	1.40	Strategy call with Opportune and PrimeClerk (0.8), review data room contracts (0.6).	658.00
06/30/16	Cable, M.	1.60	Review and analyze contracts (1), confer with H. Kim regarding contract review (.6).	864.00
06/30/16	Kim, H.	2.00	Discuss executory contracts and legal contracts (0.6), data room contracts review (0.9), review legal contracts (0.5)	940.00
06/30/16	Kwan, M.	0.90	Review and analyze contracts (0.6); Call with Ropes team to discuss the review assignment and progress (0.3).	306.00
06/30/16	Roulett, K.	0.30	Phone call with review team related to contract review process	141.00
07/01/16	Cable, M.	2.00	Executory contract review of populated folders for expiration, and nature of services provided under contract, complete online database tracking form.	1,080.00
07/01/16	Cable, M.	0.30	Correspondence with N. Ning, H. Kim related to review of contracts for executory/non-executory.	162.00
07/01/16	Kim, H.	1.70	Review executory contracts	799.00
07/01/16	Kwan, M.	5.20	Review and analyze contracts.	1,768.00
07/02/16	Kim, H.	1.50	Review executory contracts	705.00
07/03/16	Agudelo, J.	0.30	E-mails with K. Alexander regarding contract review project (0.2), e-mails with H. Kim regarding same (0.1).	246.00
07/03/16	Kim, H.	1.50	Review executory contracts	705.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/04/16	Kim, H.	0.50	Review executory contracts	235.00
07/05/16	Cable, M.	2.40	Review and analyze contracts.	1,296.00
07/05/16	Kim, H.	2.00	Contracts review (1.25) and coordination with Opportune (0.75).	940.00
07/05/16	Roitman, M.	1.20	Call with A. Strehle re: sublease (0.2); review sublease and master lease (0.2); confer with S. Dasaro re: same (0.2); emails with G. Galardi and J. Gill re: same (0.3); emails with K. Alexander re: same (0.3).	1,038.00
07/05/16	Roulett, K.	2.90	Review and analyze contract; confer with H. Kim regarding same.	1,363.00
07/06/16	Agudelo, J.	0.90	Confer with team regarding research issues in connection with cure notice (0.5); telephone conference with H. Kim regarding status of contract review (0.2); office conference with K. Alexander regarding same (0.2).	738.00
07/06/16	Alexander, K.	0.20	Confer with J. Agudelo regarding status of executory contract review.	173.00
07/06/16	Cable, M.	1.00	Review of documents assigned to R&G for review for executory determination and accept/reject (.7); correspondence with H. Kim regarding the same (.3).	540.00
07/06/16	Kim, H.	2.60	Review of executory contracts for accept/reject determination (2.1); correspondence with M. Cable regarding the same (0.3); call with J. Agudelo regarding the same (0.2).	1,222.00
07/06/16	Kwan, M.	1.30	Review and analyze contracts.	442.00
07/07/16	Agudelo, J.	0.40	Telephone conference with H. Kim regarding status of executory contract review (0.2), correspondence with team regarding executory contracts (0.2).	328.00
07/07/16	Alexander, K.	0.40	Confer with J. Agudelo regarding executory contract review.	346.00
07/07/16	Kim, H.	1.00	Review of executory contracts (0.5); coordinate the same with Opportune (0.3); call with J. Agudelo regarding the same (.2).	470.00
07/08/16	Agudelo, J.	2.90	Separate e-mails with H. Kim, W. Holden regarding executory contract review (1.3); confer with K. Alexander regarding same (0.4); e-mail to G. Galardi regarding same (0.3); e-mail to M. Roitman regarding extended deadline to file cure notice (0.2); review research memorandum regarding executory contracts (0.5); e-mails with team regarding same (0.2).	2,378.00
07/08/16	Kim, H.	0.90	Review executory contracts (.6); revise cure notice in connection with the same (.3).	423.00
07/09/16	Agudelo, J.	1.40	Telephone conferences with K. Alexander	1,148.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			regarding executory contracts review (0.2), e-mails with W. Holden regarding same (0.1), telephone conference with W. Holden, M. Williams regarding same (0.9), review W. Holden's instruction e-mail regarding same (0.1), e-mail to K. Alexander regarding instruction e-mail (0.1).	
07/09/16	Alexander, K.	0.30	Call with J. Agudelo regarding executory contracts (.2); follow up correspondence with J. Agudelo regarding e-mail to W. Holden (.1).	259.50
07/10/16	Agudelo, J.	0.60	Review cure notice schedules in recent cases (0.3), e-mails with W. Holden regarding same (0.3).	492.00
07/10/16	Alexander, K.	0.30	Correspondence to W. Holden re cure notice schedules.	259.50
07/11/16	Agudelo, J.	0.90	E-mails with G. Galardi regarding cure notice schedules (0.3), e-mails with H. Kim regarding contract review (0.2), telephone conference with same regarding same (0.1), e-mails with W. Holden regarding same (0.2), office conference with K. Alexander, S. Dasaro regarding schedule (0.1).	738.00
07/12/16	Agudelo, J.	0.60	Telephone conference with Ropes team and Prime Clerk team regarding executory contracts/leases review for cure schedules (0.3), e-mails with K. Alexander regarding same (0.2), office conference with S. Dasaro regarding same (0.1).	492.00
07/12/16	Alexander, K.	1.20	Call with Ropes team and Prime Clerk team regarding executory contracts/leases review for cure schedules (0.3), correspondence with J. Agudelo regarding same (0.2); draft the same (.7).	1,038.00
07/12/16	Dasaro, S.	1.10	Review list of executory contracts in connection with preparation of SOFAs and Schedules (1); confer with J. Agudelo regarding same (.1).	698.50
07/12/16	Kim, H.	0.40	Call with team regarding executory contracts schedule (.3); follow-up correspondence with team regarding the same (.1).	188.00
07/12/16	Weinberg, M.	0.50	Research and gather schedule precedent.	142.50
07/13/16	Agudelo, J.	4.80	Review e-mail from W. Holden regarding APA disclosure schedules (0.2), telephone conference with H. Kim regarding same (0.2), office conference regarding same (0.3), review master service list in connection with cure notice (0.2), e-mails with J. Wright regarding executory contract/leases review (0.5), telephone	3,936.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/13/16	Kim, H.	1.60	conference with W. Holden regarding executory contract/leases review (0.4), review documents for notice (2.2), e-mails with W. Holden regarding edits (0.5), e-mail with H. Kim regarding employment agreements (0.3). Review claims analysis related to cure notices (.9); call with J. Agudelo regarding same (.2); meet with J. Agudelo to discuss the same (.3); follow-up correspondence with J. Agudelo regarding same (.2).	752.00
07/14/16	Agudelo, J.	8.70	E-mails with W. Holden regarding cure notice contracts for schedule (0.2); review e-mail from H. Kim regarding same (0.3); telephone conference with same regarding same (0.2); review additional documents (0.2); telephone conference with H. Kim regarding list of documents (0.2); correspondence with team regarding contract review (0.1); telephone conference with team regarding same (0.5); coordinate giving review assignments to same in respect of same (0.4); correspondence with same regarding review assignment (0.3); confer with H. Kim regarding same (0.3); telephone conference with M. Sybert regarding contracts list (0.2); office conference with W. Holden regarding status of review and next steps (0.2); call with M. Weinberg regarding cure notice review (0.2); review of executory contracts/unexpired leases lists (4.4); e-mails with Opportune team regarding same (0.7); correspondence with team regarding further assignments (0.3).	7,134.00
07/14/16	Cable, M.	3.40	Call with J. Agudelo to discuss counterparty notice contract review (.5); review of contracts for counterparty notice information (2.1); summarize findings for M. Kwan, H. Kim, J. Agudelo (.8).	1,836.00
07/14/16	Kim, H.	5.50	Review cure notice schedule (3.2); call with J. Agudelo regarding the same (.2); review agreements for confidentiality provisions (1.6); call with J. Agudelo regarding the same (.2); confer with J. Agudelo regarding contract review (.3).	2,585.00
07/14/16	Kwan, M.	2.10	Review contracts to identify counter-parties' addresses (1.6); Call with team to discuss contract review (0.5).	714.00
07/14/16	Weinberg, M.	2.10	Conduct document review of contracts (1.4); call with J. Agudelo and team regarding	598.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/15/16	Agudelo, J.	12.10	same (0.5); follow-up call with J. Agudelo (0.2). Prepare and file cure notice and schedules (7.2); review e-mails from same in respect of same (0.5), office conferences with S. Dasaro regarding review of selected portion of list (0.4), telephone conference with M. Cable regarding same (0.3), several telephone conferences with M. Syptert regarding list (0.5), telephone conferences with K. Hollingsworth of PrimeClerk regarding same (0.5), e-mails with same regarding same (0.4), office conference with H. Kim, S. Dasaro regarding final review of list before filing (1.0), telephone conferences with K. Alexander regarding same (0.4), telephone conference with G. Galardi, K. Alexander regarding same (0.3), e-mails with K. Alexander regarding same (0.3), telephone conferences with J. Wright regarding same (0.3).	9,922.00
07/15/16	Alexander, K.	1.10	Confer with team re executory contract analysis and filing of notice re executory contracts; review same.	951.50
07/15/16	Cable, M.	1.00	Call with J. Agudelo, review of excel spreadsheet for missing counterparty addresses and complete assigned section.	540.00
07/15/16	Cable, M.	1.30	Review of consolidated cure list for inconsistencies in listed agreements, calls with J. Agudelo regarding same.	702.00
07/15/16	Dasaro, S.	6.50	Review list of executory contracts in connection with cure notice, and meet several times with J. Agudelo regarding same, speak with K. Alexander regarding same, emails with Prime Clerk regarding same.	4,127.50
07/15/16	Kim, H.	6.10	Review and revise cure notice schedule (3.1), coordinate with PrimeClerk and Opportune (0.80), review agreements for cure notice (0.70), review notice address confirmations (1.5).	2,867.00
07/15/16	Kwan, M.	1.40	Review contracts to identify counter-parties' addresses (0.4); research notice addresses for counter-party vendors (1.0).	476.00
07/15/16	Graham, L.	1.50	Assisted J. Agudelo with addresses review.	390.00
07/18/16	Agudelo, J.	4.90	E-mails, telephone conference with corporate team regarding S&C query on cure schedules (0.3), telephone conferences with M. Syptert regarding same (0.4), review filing and previous schedule in connection	4,018.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			with responding to query (2.5), e-mail to G. Galardi, J. Gil regarding same (0.4), telephone conferences with H. Kim regarding same (0.2), telephone conference with W. Holden regarding same (0.2), e-mails with same regarding same (0.2), e-mails with M. Syptert regarding same (0.2), e-mails with K. Hollingsworth regarding same (0.2), e-mails with K. Alexander regarding same (0.3).	
07/18/16	Kim, H.	1.40	Review schedules provided to buyer.	658.00
07/19/16	Agudelo, J.	0.50	E-mail with J. Gill regarding cure schedule (0.1), office conference with same regarding same (0.2), telephone conference with K. Hollingsworth regarding service questions (0.1), e-mail to same regarding same (0.1)	410.00
07/19/16	Kim, H.	0.20	Review contracts.	94.00
07/20/16	Agudelo, J.	0.60	Office conferences with G. Galardi regarding employment agreements (0.2), e-mails with M. Syptert regarding same (0.2), e-mails, telephone conference with K. Hollingsworth regarding same (0.2).	492.00
07/20/16	Kim, H.	0.50	Review court filing forms.	235.00
07/21/16	Agudelo, J.	0.20	E-mails with J. Gill, K. Alexander regarding CBA.	164.00
07/21/16	Alexander, K.	0.10	Respond re sublease matters.	86.50
07/22/16	Kim, H.	1.20	Review and reconcile discrepancies in contract schedules in connection with S&C query.	564.00
07/24/16	Kim, H.	0.50	Review revised executory contracts schedule.	235.00
07/25/16	Galardi, G.	0.20	Address executory contract issues and sale.	246.00
07/25/16	Agudelo, J.	0.70	E-mails with S. Abdel regarding promotion agreement (0.2), review agreement (0.2), e-mail responding to query on same (0.3).	574.00
07/25/16	Kim, H.	1.10	Review vendor contracts.	517.00
07/26/16	Agudelo, J.	0.40	E-mails with G. Galardi, W. Holden regarding executory contract question (0.2), review contract in connection with same (0.2).	328.00
07/26/16	Kim, H.	0.20	Review vendor contracts.	94.00
07/27/16	Agudelo, J.	0.20	Telephone conference with S. Abdel regarding contract cure notice query, e-mail with same regarding same.	164.00
07/27/16	Kim, H.	0.60	Review vendor executory contracts in connection with S&C query.	282.00
07/29/16	Agudelo, J.	1.30	Review certain contracts in connection with S&C query on service (0.7); telephone conferences with H. Kim regarding same (0.2); telephone conference with M. Wu	1,066.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/29/16	Kim, H.	0.50	regarding same (0.1); e-mails with K. Hollingsworth regarding same (0.1); e-mail with J. Sullivan regarding same (0.2). Review executory contracts schedule reconciliation (.3); call with J. Agudelo regarding the same (.2).	235.00
		Total Hours	167.05	Total Amount \$ 107,271.25

Services \$ 107,271.25

Total Due \$ 107,271.25

File No.: 112782-0018 - Plan and Disclosure Statement

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/24/16	Alexander, K.	0.60	Confer with A. Imas re case (.6).	519.00
06/24/16	Imas, A.	0.80	Meet with K. Alexander to discuss project.	440.00
06/27/16	Imas, A.	3.60	Research and analyze issues related to plan and disclosure statement.	1,980.00
06/30/16	Imas, A.	<u>1.30</u>	Review contents of data room.	<u>715.00</u>
Total Hours		6.30	Total Amount	\$ 3,654.00
Services				\$ <u>3,654.00</u>
Total Due				\$ <u>3,654.00</u>

File No.: 112782-0019 - Hearings

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/10/16	Galardi, G.	1.50	Attend hearing/meeting with US Trustee in Bankruptcy Court on TRO (1.5).	1,845.00
06/14/16	Galardi, G.	2.10	Review and prepare for first day hearing on all motions	2,583.00
06/14/16	Alexander, K.	0.40	Prepare materials in connection with first day hearing (.4)	346.00
06/14/16	Alexander, K.	5.00	Compile information and prepare for hearing (5.0)	4,325.00
06/14/16	Alexander, K.	0.70	Prepare for hearing, correspondence with G. Galardi, US Trustee re same (.7)	605.50
06/15/16	Galardi, G.	3.60	Attend and represent company at first day hearing and PI hearing	4,428.00
06/15/16	Gill, J.	4.00	Attend first day hearing (3.6); updates to company (0.4).	4,120.00
06/15/16	Agudelo, J.	2.40	Telephonically attend first day hearing on DIP financing motion and other motions.	1,968.00
06/15/16	Alexander, K.	3.00	Prepare for and participate in hearing.	2,595.00
06/15/16	Alexander, K.	2.40	Prepare for hearing, including meeting with J. Gill and G. Galardi (1.9); confer with team and follow up re hearing (.5)	2,076.00
06/15/16	Dasaro, S.	2.50	Prepare for and attend first-day hearing.	1,587.50
06/15/16	Dasaro, S.	0.50	Confer with C. O'Connell and K. Alexander in connection with preparation of documents for hearing (.5).	317.50
06/22/16	Alexander, K.	0.30	Confer with UST re various matters for second day hearing and follow up.	259.50
06/27/16	Galardi, G.	0.40	Attend hearing.	492.00
06/27/16	Alexander, K.	1.00	Attend meetings before hearing and confer and correspond with G. Galardi, counsel to committee re same.	865.00
07/05/16	Agudelo, J.	0.60	Office conference with J. Gill, M. Roitman, S. Dasaro regarding preparation for hearing on Thursday.	492.00
07/06/16	Galardi, G.	0.40	Prepare for hearing on various miscellaneous matters (.3); review correspondence from J. Agudelo regarding the same (.1).	492.00
07/06/16	Agudelo, J.	3.90	Review memorandum in respect of Houlihan Lokey retention application for hearing preparation (0.2); office conference with C. O'Connell regarding same (0.5); prepare hearing preparation memo for G. Galardi on DIP financing motion (1.7); e-mails with G. Galardi regarding same (0.1); office conference with K. Alexander regarding six motions on for hearing (0.4); office conference with S. Dasaro regarding outstanding issues in respect of each of the six motions (0.3); begin preparing in respect	3,198.00

Our Reference #: 112782-0019

Joint Group: 112782-FDraft

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/06/16	Dasaro, S.	7.00	of same for hearing (0.7). Review and summarize pleadings in preparation for hearing (4.3); revise agenda for the same (.4); prepare redline versions of all proposed orders (1.4); coordinate binders in preparation for hearing (.2); confer with C. O'Connell regarding preparation for hearing (.7).	4,445.00
07/06/16	Weinberg, M.	1.00	Prepare hearing binder for J. Agudelo (0.8); e-file and coordinate service of amended agenda (0.2).	285.00
07/07/16	Galardi, G.	3.90	Prepare for second hearing (.8); attend the same (3.1).	4,797.00
07/07/16	Agudelo, J.	2.40	Telephonically attend portion of second day hearing on several motions, including DIP financing motion and Houlihan Lokey retention application.	1,968.00
07/07/16	Alexander, K.	6.20	Prepare for hearing (2.6); attend second day hearing (3.1); follow-up correspondence with team (0.5).	5,363.00
07/07/16	Dasaro, S.	4.50	Prepare additional binders and attend to other matters related to hearing (.9); further revising orders in preparation for hearing (.7); attend second day hearing via telephone (2.9).` `	2,857.50
07/07/16	Roitman, M.	1.10	Partial telephonic attendance at Court hearing re: bid procedures.	951.50
07/08/16	Weinberg, M.	0.50	Gather and review case management precedent for S. Dasaro (0.3); gather documents for hearing for S. Dasaro (0.2).	142.50
07/19/16	Alexander, K.	0.50	Listen to Preliminary injunction hearing and confer with team re same.	432.50
07/28/16	Agudelo, J.	2.90	Prepare for 341 meeting (2.6), attend 341 meeting with G. Galardi, W. Holden, S. Abdel (0.3).	2,378.00
07/29/16	Alexander, K.	0.40	Confer with team re: pending matter for hearing and review agenda.	346.00
07/29/16	Dasaro, S.	1.80	Draft and edit hearing agenda (1.7); coordinate filing of same (.2).	1,143.00
07/29/16	Weinberg, M.	2.00	Prepare preliminary injunction papers/transcripts binder for G. Galardi (0.8); draft hearing agenda (0.5); e-file and coordinate service of same (0.2); prepare hearing binders for court (0.5).	570.00
Total Hours		68.90	Total Amount \$	58,274.00

Services \$ 58,274.00

Total Due \$ **58,274.00**

File No.: 112782-0020 – Administration

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/10/16	Galardi, G.	0.80	Follow-up with client re: hearing and next steps (.8).	984.00
06/10/16	Galardi, G.	1.30	Work on first day papers and declarations for additional filings (1.3).	1,599.00
06/10/16	Alexander, K.	1.75	Confer and correspond with team re chambers proceedings (1); follow up re same, confer with J. Gill re same (.5); case planning and preparation correspondence with paralegals, staff (.25).	1,513.75
06/10/16	Alexander, K.	1.30	Confer re filing support (.3); correspondence to UST (.1); review first day pleadings status (.5); correspondence with client (.1); confer re conflicts (.2); correspondence with litigation team (.1).	1,124.50
06/10/16	Alexander, K.	0.30	Compile list of first day papers, task list (.3)	259.50
06/10/16	Dasaro, S.	11.00	Calls with court regarding TRO (.5); coordinate preparation of TRO filings and signatures; related research (3); coordinate petition filing with managing clerk's office; multiple calls and emails with Prime Clerk regarding filing (.8); calls with UST regarding filing (.3); coordination of the filing of TRO papers (.4); edit application to retain Houlihan Lokey (.8); edit application to retain Ropes & Gray (.5); edit application to retain Opportune and emails regarding same with Opportune (.4); edit applications to retain prime clerk (.8); draft templates for first day papers (.5); edit motion for joint administration, notice of commencement, taxes, utilities (1.9); review equity holders list (.3); emails and calls with Prime Clerk regarding equity holders list (.4); edit motion to extend time to file schedules (.4).	6,985.00
06/10/16	Weinberg, M.	2.80	Correspondence and calls with team regarding same (0.7); draft agenda (0.3); emails to chambers regarding same (0.1); calls and emails with team regarding filing logistics (0.4); coordinate binders and service of filings (1.3).	798.00
06/10/16	Lang, P.	2.00	Assistance with filing and service of injunction motion for M. Winograd.	670.00
06/12/16	Galardi, G.	3.40	Work on finalizing first day papers; address DIP issues; address APA issues.	4,182.00
06/12/16	Dasaro, S.	11.50	Multiple phone conversations with Prime Clerk (1); revisions to first day declaration (2); various revisions to all first-day motions (utilities, insurance, wages, cash	7,302.50

Our Reference #: 112782-0020

Joint Group: 112782-FDraft

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			management, case management, creditor matrix, joint administration, critical vendors, and taxes) (4.5); meetings with K. Alexander regarding petitions and first-day motions (1); analyze cash management motion (1); analyze wages motion (1); discussions and emails with Opportune regarding updated first-day motions (1).	
06/12/16	Lang, P.	3.50	Filed first day motions and chapter 11 petitions for K. Alexander.	1,172.50
06/13/16	Alexander, K.	1.30	Case analysis, preparation for first day hearing (1.3).	1,124.50
06/13/16	Dasaro, S.	5.70	Prepare and compile materials for United States Trustee, client, and chambers and coordinate service of first-day pleadings (4); confer with client regarding first-day pleadings (.2); confer with Prime Clerk regarding court filings (.4); prepare sale documents for filing (.2); confer with Opportune and Prime Clerk regarding taxing authorities (.2); confer with Prime Clerk regarding notice information (.1); review emails of UST regarding first-day filings (.2); confer with Opportune regarding executory contracts and emails regarding same (.4).	3,619.50
06/13/16	Baxter, R.	2.00	Draft working binder for corporate team.	440.00
06/13/16	Graham, L.	1.00	Assisted K. Alexander and S. Dasaro with pulling and organizing all documents filed in docket.	260.00
06/14/16	Gill, J.	1.20	Office conference with internal team regarding corporate issues (0.3); correspondence regarding agreement terms (0.4); telephone call with H. Dietrick re same (0.3); follow up internally re same (0.2).	1,236.00
06/14/16	Alexander, K.	1.10	Confer and correspond with team re case status and pending tasks (.9); correspondence to US Trustee re open matters (.2).	951.50
06/14/16	Alexander, K.	4.10	Confer with parties in interest to provide notice re hearing (0.3); review materials for first day hearing, related pleadings and confer and correspond re same with financial advisor (3.8).	3,546.50
06/14/16	Dasaro, S.	11.10	Draft notice of commencement and notice of hearing of first-day motions (1.2); confer re creditor matrix and other administrative matters with Prime Clerk (.6); update proposed orders for first-day motions (1);	7,048.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			draft calendar with relevant deadlines (.4); emails with Opportune regarding taxing authorities (.1); status meeting with K. Alexander and M. Roitman (.5); analyze and summarize case law in connection with preparation for first day hearing (1.5); confer and correspond with Opportune and K. Alexander regarding insurance matters (1.5); review and analyze various documents and court filings regarding insurance motion (1.2); review matters re creditor matrix (.3); coordinate delivery of preliminary injunction materials (.5); review and discuss critical vendors with K. Alexander and Opportune (.8); emails with Prime Clerk regarding agenda (.2); draft working group list of all parties (.8); emails with Prime Clerk regarding notice parties (.3); confer with Prime Clerk regarding affidavits of service (.2).	
06/14/16	Dasaro, S.	1.20	Draft, revise first day hearing agenda (1.2).	762.00
06/14/16	Baxter, R.	1.50	Edit and update working binder for corporate team.	330.00
06/14/16	Graham, L.	2.00	Assisted S. Dasaro with preparing multiple filings for court, client and United States Trustee Office.	520.00
06/14/16	Weinberg, M.	2.90	Gather first day proposed orders for chambers (0.5); draft hearing agenda (0.5); call with S. Dasaro regarding same (0.1); gather retention precedent (0.2); arrange telephonic line for hearing (0.2); e-file and coordinate service of notice of commencement and hearing agenda (0.2); emails regarding same (0.1); prepare first day motion summaries (0.8); confer with K. Alexander regarding same (0.1); e-file and coordinate service of amended agenda (0.2).	826.50
06/15/16	Gill, J.	0.40	Follow up re corporate matters (0.4).	412.00
06/15/16	Alexander, K.	1.00	Office conference with J. Agudelo, M. Roitman, S. Dasaro re next steps and pending filings (1.0).	865.00
06/15/16	Weinberg, M.	0.10	Collect filings.	28.50
06/16/16	Alexander, K.	0.50	Confer with J. Gill re sale-related issues (.5).	432.50
06/16/16	Dasaro, S.	7.50	Calls with chambers regarding orders (.2), coordination of delivery of orders to courthouse (.5); calls with Prime Clerk regarding administrative matters (.5). draft notice of second day hearing (.5); revisions to various first day orders and submission to court (3.5); confer with P. Sasz regarding	4,762.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/16/16	Graham, L.	1.00	status (.1); confer with M. Weinberg regarding litigation parties (.2). Assisted S. Dasaro with pulling recently filed orders.	260.00
06/17/16	Alexander, K.	5.50	Correspondence to client, team re case schedule and revise same (0.2); research, draft, review and revise pleadings for Monday filing (4.3); confer with J. Agudelo regarding application to retain investment banker and follow up re same (0.2); confer and correspond with team re case preparation and filing issues (0.8).	4,757.50
06/17/16	Dasaro, S.	0.50	Telephone conference with team and follow up (0.5).	317.50
06/18/16	Gill, J.	0.30	Respond to H. Dietrick regarding case matters (0.3).	309.00
06/18/16	Alexander, K.	0.70	Confer re administrative matters (.5); telephone conference with G. Galardi regarding same (.2).	605.50
06/19/16	Gill, J.	0.20	Correspondence regarding agreement issues and responses (0.2).	206.00
06/19/16	Dasaro, S.	1.40	Revise interim compensation procedures motion (1.2); speak with J. Agudelo regarding critical vendors (.2).	889.00
06/20/16	Alexander, K.	2.20	Review and revise filings for second day hearing, prepare same for filing (2.0); correspondence re same, pending issues (.2).	1,903.00
06/20/16	Dasaro, S.	7.00	Draft interim compensation motion (2.5); draft ordinary course professionals motion (2.5); confer with M. Weinberg regarding notice of hearing (.2); confer with Opportune regarding interim compensation and OCP motion (.4); confer with K. Alexander regarding motions (.3); coordination of filing of retention applications and OCP and interim compensation motions (1.1).	4,445.00
06/20/16	Weinberg, M.	3.00	Revise, finalize, e-file, and coordinate service of numerous motions and applications (3.0).	855.00
06/21/16	Dasaro, S.	0.50	Call with Opportune regarding status.	317.50
06/21/16	Weinberg, M.	1.00	Draft hearing agenda for second day hearing (1.0).	285.00
06/22/16	Gill, J.	0.40	Office conference Alexander regarding case status (0.4).	412.00
06/22/16	Alexander, K.	0.40	Telephone conference with J. Agudelo, S. Dasaro, M. Riotmon, and Opportune regarding pending tasks and deadlines (.4).	346.00
06/22/16	Bierut, E.	3.20	Prepare documents for call with counsel (0.5); attention to same (0.5); confer with counsel in state court action regarding	1,760.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			documents for production (0.2); revise production letter (1.0); revise motion (0.7); discuss motion (0.3).	
06/22/16	Roitman, M.	0.40	Call with Opportune and R&G team re: operations and case update (0.4).	346.00
06/23/16	Gill, J.	0.70	Telephone call with K. Alexander re process (0.3); correspondence with J. Albertson re corporate issues (0.2); emails with H. Dietrick re corporate issues (0.2).	721.00
06/23/16	Alexander, K.	0.20	Confer and correspond re pending issues (0.2).	173.00
06/23/16	Dasaro, S.	2.70	Draft procedural motion.	1,714.50
06/23/16	Roitman, M.	0.70	Partial attendance on call with Opportune and R&G team re: operations and case update (0.7)	605.50
06/23/16	Weinberg, M.	0.90	Create email distribution list (0.2); calendar upcoming dates and deadlines (0.1); compile and revise proposed orders for second day hearing (0.6).	256.50
06/24/16	Galardi, G.	0.60	Address committee formation matters and next steps (.6)	738.00
06/24/16	Gill, J.	0.20	Correspond with Maples regarding corporate matters (0.2).	206.00
06/24/16	Alexander, K.	0.40	Confer and correspond with team re filings (.4).	346.00
06/24/16	Dasaro, S.	0.70	Create budget template.	444.50
06/27/16	Alexander, K.	0.40	Office conferences with S. Dasaro re bar date motion and filings.	346.00
06/27/16	Dasaro, S.	1.40	Draft notice of adjournment of bidding procedures motion (.5); draft notice of adjournment of critical vendors motion (.4); speak with K. Alexander regarding same (.2); correspond with Prime Clerk regarding filing of and service of same (.3).	889.00
06/27/16	Weinberg, M.	0.40	Finalize and e-file notices of adjournment and coordinate service of same.	114.00
06/28/16	Dasaro, S.	0.90	Prepare and analyze budget (.4); emails with Prime Clerk regarding administrative matters (.2); call with Kinja regarding status and related follow up (.3).	571.50
06/28/16	Roitman, M.	0.30	Call with Opportune and R&G teams re: operations and case update (0.3).	259.50
06/29/16	Alexander, K.	0.70	Confer and correspond with team re filing issues (0.7).	605.50
06/29/16	Alexander, K.	0.90	Review and analysis of responses re: operating guidelines information, schedules and correspondence to US Trustee re same (0.9).	778.50
06/29/16	Dasaro, S.	2.90	Prepare notice of section 341 meeting (1); emails and phone conversations with	1,841.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			document processing regarding same (.8); emails and conversations with K. Alexander and M. Weinberg regarding finalization and filing of same (.8); prepare and analyze budget (.3).	
06/29/16	Weinberg, M.	0.40	Emails and call with K. Alexander regarding billing (0.2); e-file and coordinate service of 341 meeting notice (0.2).	114.00
06/30/16	Alexander, K.	0.10	Correspondence to G. Galardi re case deadlines (.1).	86.50
06/30/16	Dasaro, S.	0.90	Confer regarding budget (.1); confer regarding NDA (.2); draft NDA (.6).	571.50
07/01/16	Alexander, K.	0.40	Confer and correspond re conflicts analysis (.1); case update call with team (.2); confer with S. Dasaro re scheduling (.1).	346.00
07/01/16	Dasaro, S.	2.20	Draft agenda for July 7 hearing (.4); calls with Court regarding scheduling (.2); edit budget and staffing plan (.4); edit NDA (1.2).	1,397.00
07/05/16	Alexander, K.	0.50	Confer re orders (.2); confer with J. Agudelo re preparation for hearing, orders (.3).	432.50
07/05/16	Dasaro, S.	2.90	Call with K. Alexander re: case status (.2); attend to scheduling matters (.3); work on budget (.3); call with Brown Rudnick regarding real property lease and follow up (.2); draft agenda (.4); edit proposed orders for second day hearing (wages, insurance, cash management, taxes, DIP) (1.5).	1,841.50
07/05/16	Dasaro, S.	0.60	Attention to Hungarian tax matters (.4); attention to creditor matrix (.2).	381.00
07/05/16	Weinberg, M.	0.60	Emails with K. Alexander regarding updating Workspace (0.2); gather hearing transcript and save to Filesite (0.1); emails with S. Dasaro regarding NDA (0.1); e-file and coordinate service of hearing agenda (0.2).	171.00
07/06/16	Dasaro, S.	0.90	Emails with billing department in connection with budget preparation (.3); revise budget (.6).	571.50
07/06/16	Burns, P.	1.00	Assisting S. Dasaro make uniform edits in a set of documents prepared for filing.	300.00
07/06/16	Weinberg, M.	0.60	Prepare Workspace folders and organize documents (0.5); call with S. Dasaro regarding sending documents to UCC (0.1).	171.00
07/07/16	Alexander, K.	1.80	Review and revise case budget.	1,557.00
07/07/16	Dasaro, S.	0.80	Revise budget (.4); correspondence with K. Alexander regarding same (.4).	508.00
07/07/16	Weinberg, M.	0.40	Arrange telephonic line for hearing with Courtcall for J. Agudelo (0.1); gather deposition transcripts and save to Filesite	114.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(0.1); emails regarding sharing documents with committee (0.2).	
07/08/16	Alexander, K.	2.20	Review and revise case budget (2.2).	1,903.00
07/09/16	Dasaro, S.	4.00	Listen to audio of July 7 hearing, and revise various proposed orders.	2,540.00
07/10/16	Alexander, K.	0.60	Correspondence with team regarding planning (.2); confer with S. Dasaro re motion to extend schedules deadline (.2); correspondence with S. Dasaro re case planning (.2).	519.00
07/10/16	Alexander, K.	0.20	Correspondence re budgeting to M. Alkaitis, G. Galardi, J. Gill (0.2).	173.00
07/11/16	Weinberg, M.	0.20	E-file and coordinate service of notice of presentment of order extending schedules deadline.	57.00
07/12/16	Alexander, K.	4.50	Review revise second day orders (3.1); confer with S. Dasaro regarding the same (.6); draft and revise notice of bankruptcy filing (.5); confer with W. Holden regarding schedules (.3).	3,892.50
07/12/16	Dasaro, S.	5.00	Edit proposed orders on second day motions for court including taxes, insurance, cash management, case management, interim compensation, OCP, critical vendors, wages, and utilities (2.4); discuss edits and revisions with K. Alexander (.6); draft cover letter to court for orders (.4); prepare binder with all orders and redlines (.4); correspondence with Prime Clerk regarding case administration (.2); revise budget (1).	3,175.00
07/13/16	Weinberg, M.	1.10	Gather schedules global notes precedent for J. Wright (0.2); emails with IP paralegal regarding trademark search (0.2); prepare list of billing codes for budget for K. Alexander (0.2); calendar upcoming dates and deadlines for team (0.4); call with S. Dasaro regarding same (0.1).	313.50
07/14/16	Dasaro, S.	0.80	Coordinate the entry of order extending deadline to file schedules (.4); confer with Opportune regarding hungarian taxes (.2); confer with M. Weinberg regarding deadlines under interim compensation order (.2).	508.00
07/14/16	Weinberg, M.	1.80	Save new filings to Filesite (0.1); review interim compensation and OCP orders and calendar numerous deadlines and dates for S. Dasaro (1.7).	513.00
07/15/16	Gill, J.	0.40	Correspondence relating to loan documents; review data site (0.4).	412.00
07/15/16	Alexander, K.	0.90	Confer with G. Galardi re case planning	778.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/15/16	Dasaro, S.	1.90	issues and analysis re same (0.6); review and analysis of budget (0.3). Calls with court regarding scheduling (.2); edit cure notice and follow up emails with M. Roitman regarding same (.6); retrieve certain case law for Ms. Dietrick (.2); edit agenda and correspondence with E. Beirut and M. Weinberg regarding same (.3); respond to multiple questions of M. Winograd (.3); address questions related to budgeting for K. Alexander (.3).	1,206.50
07/15/16	Weinberg, M.	0.10	Calendar upcoming deadlines and dates for team (0.1).	28.50
07/17/16	Galardi, G.	0.40	Work on case budget (0.4).	492.00
07/17/16	Alexander, K.	2.30	Correspondence to M. Weinberg re revisions to motions and NDA (.2); confer and correspond with team re schedules and SOFAs (.8); review motion and correspondence re same (.5); analysis and correspondence re budgeting issues (.3); review correspondence re pending matters (.4).	1,989.50
07/18/16	Gill, J.	0.40	Provide loan documents to counsel (0.4).	412.00
07/18/16	Alexander, K.	0.50	Review case planning and analysis of same (0.5).	432.50
07/18/16	Weinberg, M.	0.30	Finalize, e-file, and coordinate service of notice of presentment of schedules extension order (0.3).	85.50
07/19/16	Gill, J.	0.70	Office conference with J. Agudelo regarding issues (0.3); correspondence and data review regarding loan documents (0.4).	721.00
07/19/16	Alexander, K.	0.60	Confer with S. Dasaro re case administration matters (0.6).	519.00
07/19/16	Dasaro, S.	2.80	Re-file schedules extension motion and confer with P. Lang and K. Alexander regarding same (.8); confer with Prime Clerk regarding various administrative matters (.5); confer with K. Alexander and J. Wright regarding strategy (.6); confer with M. Roitman and J. Agudelo regarding status (.3); respond to request of J. Gill regarding certain documents (.2); coordinate transcript requests (.4).	1,778.00
07/19/16	Weinberg, M.	0.10	Gather proposed order for S. Dasaro (0.1).	28.50
07/19/16	Lang, P.	0.70	Efiled motion to extend time to file schedules (0.7).	234.50
07/20/16	Gill, J.	0.90	Telephone conference regarding case with G. Galardi, K. Alexander, H. Dietrick and N. Denton (0.6); provide information to counsel (0.3).	927.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/20/16	Alexander, K.	0.30	Coordinate filings (.1); correspondence re adjournment and confer with team are same (.2).	259.50
07/20/16	Lang, P.	2.30	Filed schedules for J. Agudelo.	770.50
07/21/16	Gill, J.	1.00	Office conference with G. Galardi and K. Alexander on case process and board action (1.0).	1,030.00
07/21/16	Agudelo, J.	0.30	Office conference with K. Alexander regarding case status, next steps (0.3).	246.00
07/21/16	Alexander, K.	1.70	Confer with J. Agudelo, S. Dasaro re bar date motion, notice of adjournment and review same (1.3); confer with team re case planning (.4).	1,470.50
07/21/16	Dasaro, S.	1.10	Draft notice of adjournment of wages motion and coordinate filing of same (.6); various emails and phone calls regarding transcript and other administrative matters (.5).	698.50
07/21/16	Weinberg, M.	0.60	Call with J. Agudelo regarding filings and fee statements (0.2); e-file and coordinate service of notice of adjournment (0.2); emails regarding same (0.2).	171.00
07/22/16	Alexander, K.	0.80	Budget analysis and correspondence re same (0.8).	692.00
07/22/16	Alexander, K.	0.60	Internal team meeting with M. Roitman, J. Agudelo, S. Dasaro (0.6).	519.00
07/22/16	Weinberg, M.	0.40	Gather transcript and save to Filesite (0.1); gather loan docs for J. Agudelo (0.2); emails regarding transfer of same to committee (0.1).	114.00
07/24/16	Agudelo, J.	0.70	E-mails with K. Alexander, S. Dasaro regarding service procedure in respect of motions (0.2), review case management order (0.3), e-mails with same regarding same (0.2).	574.00
07/24/16	Alexander, K.	0.40	Review case calendar and compile materials for H. Dietrick (0.4).	346.00
07/24/16	Alexander, K.	0.40	Confer with M. Roitman, S. Dasaro and J. Agudelo re filings and case management issues (0.4).	346.00
07/24/16	Dasaro, S.	1.50	Confer with K. Alexander, and prepare materials for binders (1.5).	952.50
07/26/16	Alexander, K.	0.30	Confer with G. Galardi, S. Dasaro re case matters (0.3).	259.50
07/26/16	Dasaro, S.	0.80	Multiple conferences with Prime Clerk regarding filings (.5); confer with M. Weinberg regarding administration (.3).	508.00
07/27/16	Agudelo, J.	0.60	E-mails with W. Holden, M. Williams regarding schedules (0.2), review issue raised in connection with same (0.2), e-mails	492.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/27/16	Alexander, K.	0.50	with G. Galardi regarding same (0.2). Confer with S. Dasaro and L. Mendoza re case administration (.2); confer with UST (.1); confer with court, team re filings (.2).	432.50
07/28/16	Alexander, K.	0.70	Analysis of procedural issues (0.7).	605.50
07/28/16	Roitman, M.	0.60	Partial attendance at team meeting re: case strategy and upcoming motions (0.6).	519.00
07/31/16	Agudelo, J.	0.80	Telephone conference with K. Alexander, S. Dasaro regarding upcoming case dates and deadlines (0.7), e-mails with same regarding same (0.1).	656.00
07/31/16	Dasaro, S.	0.90	Call with K. Alexander and J. Agudelo regarding status (0.9).	571.50
Total Hours		191.75	Total Amount	\$ 126,815.75
Services				\$ 126,815.75
Total Disbursements and Charges				<u>8,206.85</u>
Total Due				\$ <u>135,022.60</u>

File No.: 112782-0021 – Business Operations/Strategic Planning

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/10/16	Agudelo, J.	1.60	Office conference with K. Alexander, M. Roitman, S. Dasaro regarding status of first day motions and tasks (0.9), e-mails with J. DeSilva, S. Dasaro, K. Alexander regarding cash management order (0.2), office conference with C. O'Connell regarding case status, first day motions request (0.3), office conference with S. Dasaro regarding punch list of issues (0.2).	1,312.00
06/10/16	Alexander, K.	1.60	Office conference with restructuring team re pending tasks, planning, and follow up (1); confer re press issues (.1); confer and correspondence with corporate team, CRO re status (.5)	1,384.00
06/10/16	Roitman, M.	1.00	Meeting with K. Alexander, S. Dasaro, and J. Agudelo re: first day filings (1.0).	865.00
06/11/16	Galardi, G.	3.70	Work on first day papers	4,551.00
06/11/16	Agudelo, J.	0.80	Update schedules to W. Holden declaration (0.8)	656.00
06/11/16	Alexander, K.	12.10	Draft, review and revise all first day pleadings and confer with W. Holden, L. Bauck re same (11.2); additional revisions to first day pleadings (.9).	10,466.50
06/12/16	Alexander, K.	15.20	Review and revise first day declaration and pleadings to be filed same evening (14.8); confer with G. Galardi re same (.4).	13,148.00
06/13/16	Alexander, K.	0.40	Correspondence to H. Dietrick, J. Gill re various issues (.4)	346.00
06/14/16	Alexander, K.	2.50	Correspondence to US Trustee (.2); Correspondence re press issues (.3); Confer with H. Dietrick (.2); follow up and confer with G. Galardi (.6); Revise order and correspondence re same (.3); confer with G. Galardi re case (.2); follow up correspondence re same (.3); confer and correspond re insurance issues and revise same (.4).	2,162.50
06/14/16	Roitman, M.	1.50	Meeting with R&G team re: case status and first day filings (0.4); Review first day affidavit in connection with same (0.4); Review DIP documents in connection with same (0.7);	1,297.50
06/15/16	Agudelo, J.	0.90	Status meeting of orders to submit, second day motions with K. Alexander, M. Roitman, S. Dasaro, M. Winograd and follow up re same.	738.00
06/15/16	Alexander, K.	2.30	Follow up review of operational orders to be entered and issues in connection with cash	1,989.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/15/16	Dasaro, S.	1.80	management and with G. Galardi and W. Holden, confer with team re same (1.9); correspondence with G. Galardi re pending issues (.4). Edit cash management order (.5); draft summary of various case law in connection with preparation for hearing (.5); draft summary and analysis of first-day relief (.4); emails with Opportune regarding insurance (.2); confer with Prime Clerk regarding service (.2).	1,143.00
06/15/16	Dasaro, S.	2.10	Revise wages, insurance, taxes and cash management orders (1.6) team meeting regarding status (.5).	1,333.50
06/15/16	Roitman, M.	1.20	Confer with R&G team re: case update (1.2)	1,038.00
06/16/16	Agudelo, J.	1.00	Review joint administration (0.1), creditor matrix (0.1), schedules extension (0.1), insurance (0.1), taxes motions (0.2), office conference with S. Dasaro regarding edits to same (0.2), office conference with S. Dasaro regarding cash management order edits requested by US Trustee (0.2).	820.00
06/16/16	Alexander, K.	2.00	Confer with S. Dasaro, J. Agudelo, G. Galardi, J. Gill regarding issues in connection with first day relief and related orders, review same (2)	1,730.00
06/17/16	Alexander, K.	0.90	Telephone conference with Opportune, core bankruptcy team re case planning (0.4); correspondence with W. Holden re operational issues (0.2); analysis re case strategy issues (0.3).	778.50
06/18/16	Alexander, K.	0.80	Telephone conference with M. Roitman regarding critical vendors issues and follow up re same (0.3); confer and correspond with team regarding same (0.5).	692.00
06/19/16	McGee, W.	1.10	Research re postpetition operational issues.	594.00
06/19/16	Weinberg, M.	1.00	Cite-check brief	285.00
06/20/16	Alexander, K.	1.00	Review and revise filings for second day hearing, prepare same for filing (1).	865.00
06/20/16	McGee, W.	1.30	Legal research re operational issues.	702.00
06/20/16	Roitman, M.	0.20	Call with Opportune and R&G team re: open operations issues (0.2).	173.00
06/21/16	Alexander, K.	0.50	Review correspondene and address administrative issues.	432.50
06/22/16	Alexander, K.	5.20	Review and analysis of critical vendors information and nature of potential executory contracts (1.3); analysis of critical vendor issues (0.3); confer and correspond re same (0.1); draft, review and revise analysis of critical vendor issues (2.5); draft, review	4,498.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/22/16	Dasaro, S.	3.00	and revise critical vendors analysis and submit to chambers (1.0). Work on critical vendors submission, exchange emails with Opportune regarding same, and draft letter to Court regarding same.	1,905.00
06/23/16	Alexander, K.	1.30	Review and analysis of strategy tasks (0.2); confer and correspond re pending issues (1.1).	1,124.50
06/26/16	Galardi, G.	0.20	Review comments from Committee re: critical vendor motion	246.00
06/27/16	Galardi, G.	1.40	Call with company re: status, operations and next steps/litigation strategy (.9); follow-up call with GC re: go forward matters and issues (.5)	1,722.00
06/27/16	Alexander, K.	1.60	Telephone conference with H. Dietrick re open matters (0.3); telephone conference with company (0.8); review critical vendors, correspondence regarding critical vendors and confer with court re same (0.5).	1,384.00
06/28/16	Alexander, K.	0.60	Confer with operations team re pending tasks (.4); correspondence re open matters (.2).	519.00
06/28/16	Dasaro, S.	0.20	Confer with J. Agudelo regarding contract review (.2).	127.00
06/29/16	Alexander, K.	0.70	Confer with team, W. Holden re corporate issues, advertiser relationships	605.50
06/30/16	Galardi, G.	1.10	Address employment issues issues (0.2); board call (0.9).	1,353.00
07/01/16	Alexander, K.	0.30	Confer with G. Galardi re case status, pending issues (.3).	259.50
07/05/16	Alexander, K.	1.50	Confer with G. Galardi, client re case issues (.7); review pending tasks and operational issues (.4); confer with W. Holden re pending issues (.3); confer re leases (.1).	1,297.50
07/08/16	Galardi, G.	1.70	Calls with N. Denton and H. Dietrick re: numerous strategic issues, including litigation, committee and next steps (.5); meeting with team on strategy and next steps (1.2).	2,091.00
07/08/16	Agudelo, J.	1.40	Strategy office conference with G. Galardi, K. Alexander, M. Roitman, S. Dasaro regarding next steps in case.	1,148.00
07/08/16	Alexander, K.	1.90	Review correspondence re various issues (0.4); confer with team re post-hearing orders (0.2); office conference with team re pending tasks (1.0); confer with G. Galardi re case planning issues (0.3).	1,643.50
07/08/16	Dasaro, S.	1.20	Meeting with G. Galardi and team regarding strategy and next steps.	762.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/08/16	Roitman, M.	0.80	Partial attendance at R&G internal meeting re: case strategy (0.8)	692.00
07/10/16	Dasaro, S.	2.30	Draft notice of presentment and proposed order for extension of time to file schedules (.8); confer with K. Alexander regarding the same (.2); correspondence with K. Alexander regarding case planning (.2); conduct legal research (1.1).	1,460.50
07/11/16	Galardi, G.	1.70	Meet with K. Alexander to address strategic planing issues including pending litigation approach and bankruptcy budgeting and plan.	2,091.00
07/11/16	Alexander, K.	6.10	Review and revise presentment order and related motion, and correspondence re same (1.1); office conference and confer with G. Galardi re case analysis and strategic issues (3.9); correspondence to team re pending tasks (0.2); correspondence with in-house counsel re procedural issues (0.1); correspondence re intellectual property issues and next steps (0.4); confer and correspondence re schedules (0.4).	5,276.50
07/11/16	Dasaro, S.	8.80	Update budget file for case (.6); draft motion, notice, and proposed order for extension of deadline to file schedules (3.6); confer with K. Alexander regarding same (.4); coordinate with Court and Prime Clerk regarding filing of same (.4); draft schedule of applicable deadlines for various court filings (.5); revise case management, cash management, wages, taxes, insurance, utilities, critical vendors, interim compensation, and OCP orders (3.3).	5,588.00
07/12/16	Alexander, K.	0.40	Confer with G. Galardi re strategy issues (.4).	346.00
07/14/16	Galardi, G.	3.40	Meet with K. Alexander regarding case planning (.5); prepare for meeting regarding same (.4); attend meeting with N. Denton and H. Detrick re: case strategy and next steps (2.5).	4,182.00
07/14/16	Alexander, K.	4.50	Confer with G. Galardi re case planning (0.5); prepare for meeting with client re case planning issues (1.5); participate in meeting re same, case status (2.5).	3,892.50
07/16/16	Alexander, K.	0.80	Correspond with J. Agudelo, G. Galardi, J. Wright re schedules and follow up re same (.4); review of same (.4).	692.00
07/18/16	Alexander, K.	0.50	Confer with H. Dietrick re pending case matters.	432.50
07/18/16	Dasaro, S.	5.30	Address questions of Hungarian tax matter	3,365.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(.3); update budget file and speak with K. Alexander regarding same (.9); upload documents in connection with request of committee (.6); emails regarding hearing preparation (.3); confer with J. Agudelo regarding SOFAs and Schedules (.2); draft notice of presentment related to schedules extension and confer via email and phone with Prime Clerk, chambers, K. Alexander, and others regarding same (3).	
07/19/16	Alexander, K.	0.90	Confer with G. Galardi re case planning (.4); confer with J. Gill re case planning matters (.5).	778.50
07/20/16	Alexander, K.	0.80	Correspondence re schedules (.1); correspondence with Opportune re employee matters (.2); confer with H. Grothaus, H. Dietrick re employee issues (.5).	692.00
07/21/16	Galardi, G.	2.70	Call with independent director (.5); call with Heather Dietrick pre-board call and strategy (.4); participate in board call and update (.7); work on various strategy issues for go forward case (1.1)	3,321.00
07/21/16	Alexander, K.	1.00	Confer with J. Agudelo re cash management matters (0.3); confer with J. Gill re pending matters (0.4); confer with G. Galardi re same (0.3).	865.00
07/22/16	Galardi, G.	2.80	Work on numerous issues for independent board planning, sale, writers and case (2.1); calls with advisers and independent board members re: same (.7)	3,444.00
07/22/16	Alexander, K.	2.60	Review correspondence (0.1); confer with J. Agudelo re schedules (0.2); confer with J. Agudelo re case planning (0.8); office conference with G. Galardi re case matters (1.3); confer with H. Dietrick re same (0.2).	2,249.00
07/22/16	Dasaro, S.	0.50	Address request of K. Alexander related to union.	317.50
07/23/16	Galardi, G.	0.40	Begin reviewing documents re: intercompany issues	492.00
07/24/16	Galardi, G.	0.40	Work on miscellaneous issues, including CBA, 341 meeting and upcoming board meetings	492.00
07/25/16	Galardi, G.	1.60	Analyze issues re: ongoing litigation and possible plan/post-closing strategies (.9); call and emails with board and independent director re: same and next steps (.7)	1,968.00
07/25/16	Alexander, K.	0.90	Confer and correspondence with US Trustee regarding cash management (.2); follow up with S. Abdel and W. Holden re same (.2). Telephone conference with H. Dietrick, W.	778.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/26/16	Galardi, G.	1.30	Holden re pending matters (.4); confer with J. Agudelo re case status (.1). Address board issues and emails (.4); update call with Board (.6); address operations/insurance matters (.3)	1,599.00
07/26/16	Alexander, K.	0.50	Telephone conference with W. Holden, G. Galardi re operations.	432.50
07/27/16	Galardi, G.	1.10	Call with Board re: status and issues (.7); follow-up re: same with independent director and next steps (.4)	1,353.00
07/27/16	Alexander, K.	1.00	Office conference with W. Holden re schedules, operations and related matters.	865.00
07/27/16	Dasaro, S.	1.50	Conduct research regarding labor matters.	952.50
07/28/16	Galardi, G.	1.70	Call with Board re: status update (.6); meeting with independent director and other board members re: various issues and litigation status (.7); follow-up meeting with Independent board member and others re: litigation and next steps (.4)	2,091.00
07/28/16	Galardi, G.	2.10	Meeting with Independent board member re: various matters (.8); follow-up meeting with board members, including independent board members (.6); work on litigation strategy (7)	2,583.00
07/28/16	Alexander, K.	0.60	Confer with W. Holden re contract matter (.1); update call with W. Holden, G. Galardi and H. Dietrick and follow up re same (.5).	519.00
07/28/16	Dasaro, S.	1.40	Meeting with team regarding strategy (.9); meeting with K. Alexander regarding wages (.5).	889.00
07/29/16	Galardi, G.	0.20	Confer with K. Alexander regarding litigation strategy and case status.	246.00
07/29/16	Agudelo, J.	0.40	Telephone conference with W. Holden regarding company financials question (0.2), e-mail to same regarding same (0.2).	328.00
07/29/16	Alexander, K.	0.20	Confer with G. Galardi re case status.	173.00
07/30/16	Alexander, K.	0.40	Confer with G. Galardi re case planning.	346.00
Total Hours		143.40	Total Amount	\$ 125,981.00
Services				\$ 125,981.00
Total Due				\$ 125,981.00

File No.: 112782-0022 – Committee Matters/Meetings

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/24/16	Alexander, K.	2.60	Confer with W. Holden(.3); attend committee organization meeting and follow up with UST re same (1.5); confer with H. Dietrick (.3). Follow up with counsel to T. Bollea re objection to sale process and confer with team re same (.3); confer with W. Holden (.2).	2,249.00
06/27/16	Galardi, G.	0.90	Meeting with Committee at canceled hearing (.4); follow-up calls and emails with committee re: status and pending matters (.5)	1,107.00
06/29/16	Galardi, G.	0.20	Address requests from committee re: various motions and financial information	246.00
06/29/16	Alexander, K.	0.20	Correspondence with team, US Trustee re 341 meeting.	173.00
06/30/16	Galardi, G.	1.70	Calls and emails with Committee on a variety of issues, including employee matters (severance)(.8); follow-up re: same with company re: strategy and information (.9)	2,091.00
06/30/16	Alexander, K.	3.40	Confer re NDA, and draft, review and revise same (2.2); correspondence re confidentiality issues with Committee professionals, confer with G. Galardi re same (.2). Review informal discovery requests from Committee re wages-related matters, review materials and data from same (1).	2,941.00
07/01/16	Galardi, G.	1.90	Continue working on outstanding issues with Committee re: severance, DIP and bid procedures and discovery (1.3); calls with company and advisers re: same and open issues/strategy (.6)	2,337.00
07/01/16	Alexander, K.	1.40	Telephone conference with committee re wages issues (.1); confer and correspondence with team, Committee re sale issues (.3); correspondence with counsel to committee, Deloitte re NDA (.2); confer and correspond with counsel to committee re wages motion, related employee issues (.8).	1,211.00
07/02/16	Galardi, G.	0.80	Address outstanding issues re: severance matters with Committee (.6); follow-up with company re: information (.2)	984.00
07/02/16	Alexander, K.	0.30	Correspondence with G. Galardi re case planning matters.	259.50
07/03/16	Galardi, G.	0.60	Address wage and severance issues with Committee	738.00
07/04/16	Galardi, G.	0.40	Address severance and other hearing matters with committee	492.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/05/16	Agudelo, J.	0.50	E-mails with N. Baker of Simpson Thacher regarding Committee request for prepetition first lien documents (0.2), e-mails with L. Bresa regarding same (0.2), e-mail with S. Dasaro regarding same (0.1)	410.00
07/06/16	Agudelo, J.	0.50	E-mails with N. Baker regarding Committee informal request for SVB documents (0.1), several e-mails with S. Dasaro regarding same (0.4).	410.00
07/06/16	Dasaro, S.	0.40	Correspondence with J. Agudelo regarding SVB documnts.	254.00
07/07/16	Agudelo, J.	0.60	Several e-mails with M. Weinberg regarding providing SVB documentation to the Committee (0.2); correspondence with S. Dasaro regarding the same (.2); telephone conference with S. Dasaro, A. McGee regarding same (0.2).	492.00
07/07/16	Dasaro, S.	0.40	Correspondence with J. Agudelo regarding the same (.2); telephone conference with J. Agudelo, A. McGee regarding same (0.2).	254.00
07/07/16	McGee, W.	1.40	Confer with S. Dasaro and J. Agudelo regarding document review (.2); review documents related to Silicon Valley Bank Debt (1.1); correspondence with team regarding results of the same (.1).	756.00
07/11/16	Alexander, K.	1.10	Confer with committee counsel re NDA (.4); revise NDA and transmit same (.7).	951.50
07/12/16	Agudelo, J.	0.10	Review N. Baker e-mail regarding first lien loan documents.	82.00
07/13/16	Agudelo, J.	0.20	E-mails with K. Alexander, S. Dasaro regarding NDA with Committee.	164.00
07/15/16	Alexander, K.	0.60	Confer with G. Galardi and correspondence re NDA.	519.00
07/16/16	Alexander, K.	0.60	Review and revise NDA.	519.00
07/17/16	Alexander, K.	0.60	Correspondence to team, company re NDA (.3); review and revise same (.3).	519.00
07/18/16	Galardi, G.	0.30	Address confidentiality agreement	369.00
07/18/16	Agudelo, J.	1.20	Final review of SVB loan documents for the Committee (0.6), telephone call to A. Rheaume regarding same (0.1), e-mails with N. Baker regarding same (0.3), office conferences with S. Dasaro regarding same (0.2)	984.00
07/18/16	Alexander, K.	1.50	Review and revise NDA and transmit same (1.2); confer and correspondence re document requests with J. Agudelo and follow up re same (0.3).	1,297.50
07/19/16	Galardi, G.	0.40	Follow-up re: layoffs and severance	492.00
07/20/16	Galardi, G.	0.70	Address DIP budget with committee (.3); work on Committee NDAs (.4)	861.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/20/16	Alexander, K.	1.60	Confer and correspond with H. Dietrick, G. Galardi re NDA and other case issues (.8); confer with committee counsel re case issues (.2); confer with committee counsel re NDA (.6); follow up re same (.2).	1,384.00
07/21/16	Agudelo, J.	0.10	E-mail with M. Weinberg regarding SVB documents for the Committee.	82.00
07/21/16	Alexander, K.	0.50	Review and analysis of information for committee counsel and correspondence re same.	432.50
07/22/16	Agudelo, J.	1.40	Final review of documents for Committee (0.6), office conferences with K. Alexander regarding same (0.3), e-mails with M. Massel, N. Baker, J. Myers (Committee counsel) regarding same (0.3), e-mails with M. Weinberg regarding transmission of same (0.2).	1,148.00
07/22/16	Alexander, K.	0.30	Confer re NDA (.1); follow up re same (.2).	259.50
07/23/16	Alexander, K.	3.00	Review and revise NDA (.6); correspondence re same to G. Galardi, H. Dietrick (.1); draft, review and revise same (2); follow up revisions to same and transmit to committee (.3).	2,595.00
07/24/16	Galardi, G.	0.20	Address committee NDA issues	246.00
07/25/16	Agudelo, J.	0.10	E-mails with M. Massel regarding SVB loan documents.	82.00
07/25/16	Alexander, K.	0.30	Prepare for and participate in telephone conference with committee re NDAs and related issues.	259.50
07/26/16	Galardi, G.	0.20	Begin to address Committee document requests	246.00
07/26/16	Agudelo, J.	0.30	E-mails with H. Jenkins, J. Sullivan, K. Alexander regarding APA related question from Committee.	246.00
07/27/16	Agudelo, J.	1.50	Office conferences with K. Alexander regarding financial documents for Committee (0.3), review select documents in connection with same to establish review parameters (0.5), e-mails with G. Galardi regarding same (0.3), telephone conference with H. Kim regarding same (0.2), telephone conference with M. Weinberg regarding review project (0.1), e-mails with same regarding same (0.1).	1,230.00
07/28/16	Agudelo, J.	0.20	Confer with team regarding financial information for Committee members.	164.00
07/29/16	Galardi, G.	0.40	Confer with J. Agudelo regarding financial documents for Committee.	492.00
07/29/16	Agudelo, J.	0.90	Office conference with G. Galardi regarding financial documents for Committee (0.4),	738.00

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/29/16	Alexander, K.	0.20	review documents relating to same (0.3), e-mail to same regarding same (0.2). Confer re NDA.	173.00
Total Hours		36.70	Total Amount	\$ 33,940.00

Services \$ 33,940.00

Total Due \$ 33,940.00

File No.: 112782-0023 – Creditor & Shareholder Inquiries

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/06/16	Agudelo, J.	0.40	Review correspondence prepared by S. Dasaro re Hungary tax matters (0.2), office conference with same regarding same (0.2).	328.00
07/06/16	Dasaro, S.	0.20	Confer with J. Agudelo regarding response to Hungary tax matters.	127.00
07/21/16	Agudelo, J.	0.60	E-mails with S. Abdel regarding contract, e-mail to contract counterparty representative regarding query, review message from another contract counterparty, e-mail to S. Abdel regarding same.	492.00
07/26/16	Agudelo, J.	0.20	Telephone call, e-mail to creditor representative in connection with vendor query.	164.00
07/27/16	Agudelo, J.	0.10	Office conference with K. Alexander regarding 341 meeting.	82.00
Total Hours		1.50	Total Amount	\$ 1,193.00
Services				\$ 1,193.00
Total Due				\$ 1,193.00

File No.: 112782-0024 – Corporate Matters

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/23/16	Alexander, K.	0.70	Telephone conference with board and follow up re same.	605.50
07/06/16	Galardi, G.	0.60	Call with Board re: hearing and issues/status	738.00
07/08/16	Galardi, G.	0.90	Board call re: status and next steps (.7); confer with K. Alexander regarding the same (.2).	1,107.00
07/08/16	Alexander, K.	1.40	Prepare for board call (.5); status update call with board (.7); follow up with G. Galardi regarding same (.2);	1,211.00
07/14/16	Gill, J.	0.30	Confer with M. Roitman regarding loan documents.	309.00
07/14/16	Roitman, M.	2.40	Confer with S. Dasaro and G. Galardi re: loan documents (0.2); Review board minutes and loan documentation in connection with same (0.8); Draft email response to US Trustee re: same (0.9); Confer with J. Gill re: same (0.3); Correspondence to G. Galardi re: same (0.2).	2,076.00
07/15/16	Alexander, K.	2.00	Confer with corporate team re corporate matters (.2); follow up with G. Galardi re open issues (.4); correspondence to H. Dietrick re preparation for call (.1). Telephone conference with H. Dietrick (.3); telephone conference with G. Galardi, board re case update (1).	1,730.00
07/17/16	Alexander, K.	1.40	Prepare materials for client, G. Galardi (.3); participate in call with board, G. Galardi and follow up re same (1.1).	1,211.00
07/21/16	Agudelo, J.	0.80	Telephone conference with W. Holden regarding section 345(b) compliance (0.2), telephone conference with G. Zipes regarding same (0.1), e-mail to G. Galardi regarding same (0.4), office conference with K. Alexander regarding same (0.1).	656.00
07/21/16	Alexander, K.	1.70	Confer with J. Gill, G. Galardi re corporate matters and analysis re same (1.1); telephone conference with board and follow up (.6).	1,470.50
07/22/16	Gill, J.	0.90	Meet on case planning (0.4); research regarding corporate issues(0.5).	927.00
07/23/16	Jenkins, H.	1.20	Attention to markups to NDAs and emails and calls related thereto (1.2)	660.00
07/25/16	Jenkins, H.	1.70	Attention to emails and markups regarding NDAs (.8) and emails and coordination regarding diligence requests for potential bidders (.9).	935.00
07/26/16	Agudelo, J.	2.60	Prepare for board meeting (0.2), board meeting with K. Alexander, G. Galardi, client (0.8), office conferences with K.	2,132.00

Our Reference #: 112782-0024

Joint Group: 112782-FDraft

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			Alexander regarding same (0.4), draft board meeting minutes (1.1), e-mails with K. Alexander regarding same (0.1).	
07/26/16	Alexander, K.	1.60	Telephone conference with board and follow up re same.	1,384.00
07/27/16	Jenkins, H.	0.60	Attention to special committee requirements and emails related thereto (.6).	330.00
07/28/16	Jenkins, H.	0.80	Attention to outstanding NDAs and calls and emails related thereto (.8).	440.00
07/29/16	Galardi, G.	0.70	Board update call.	861.00
07/29/16	Agudelo, J.	3.20	E-mails with client regarding IP issues (0.2), telephone conference with client regarding same (0.3), brief office conference with G. Galardi regarding same (0.1), confer with L. Bresa regarding same (0.2), e-mail to T. Czebiniak regarding USPTO filing (0.2), telephone conference with same regarding same (0.4), e-mails with same regarding same (0.4), draft e-mail to client regarding same (0.4), attend telephonic board call with G. Galardi, K. Alexander (0.8).	2,624.00
07/29/16	Alexander, K.	1.00	Telephone conference with board (.8); follow up with G. Galardi regarding same (.2).	865.00
		Total Hours	26.50	
			Total Amount	\$ 22,272.00
				Services \$ 22,272.00
				Total Due \$ 22,272.00

File No.: 112782-0025 – Employee Benefits Issues

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
06/18/16	Alexander, K.	8.00	Draft, review and revise supplement re wages relief (1.8); Research and analysis regarding wages relief issues (1.6); Review and revise motion supplement to motion (4.6).	6,920.00
06/19/16	Alexander, K.	9.70	Draft review, and revise motion in support of employee programs and severance (1.8); Draft, review and revise supplement regarding employee programs and wages relief (7.9);	8,390.50
06/20/16	Alexander, K.	7.10	Draft, review and revise supplement to wages motion (5.9); confer and correspond with W. Holden, L. Bauck, J. Albertson, H. Dietrick re same (1.2)	6,141.50
06/29/16	Alexander, K.	1.50	Review and analysis of wages issues and confer and correspond with Opportune team re same.	1,297.50
06/30/16	Alexander, K.	1.50	Confer and correspond with Opportune, client re severance analysis, and review materials re same (1.5).	1,297.50
07/01/16	Alexander, K.	1.90	Telephone conference with UST re wages issues (.2); confer and correspond with G. Galardi, H. Dietrick re same (.4); confer and correspond with Opportune re employee matters (.9); telephone conference with L. Bauck re same (.4).	1,643.50
07/03/16	Alexander, K.	0.90	Confer and correspond with H. Dietrick, counsel to committee, and G. Galardi re employee severance issues, and analysis of same.	778.50
07/04/16	Alexander, K.	1.20	Correspondence with committee, Opportune re employee issues (.3); telephone conference with G. Galardi re same (.2); correspondence to G. Galardi, H. Dietrick re same (.3); correspondence to G. Galardi re same and CBA (.1); correspondence to US Trustee re same and follow up (.3).	1,038.00
07/19/16	Alexander, K.	0.40	Telephone conferences with W. Holden, B. Russel re employee issues.	346.00
07/20/16	Galardi, G.	0.40	Address severance issues and CBA	492.00
07/21/16	Galardi, G.	0.80	Continue to work on severance and CBA issues/strategy	984.00
07/22/16	Galardi, G.	0.40	Address severance and CBA matters	492.00
07/24/16	Alexander, K.	1.50	Review and analysis of employee issues and correspondence to G. Galardi re same.	1,297.50
07/25/16	Galardi, G.	1.90	Work on CBA and severance issues (1.2); calls and emails with committee re: same (.4); call with buyer (.3)	2,337.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
07/25/16	Alexander, K.	1.00	Analysis of employee and CBA issues (.25); confer with G. Galardi re same and case status (.25); follow up and correspondence re same (.5).	865.00
07/26/16	Galardi, G.	1.40	Review materials re: CBA and analysis of same (.9); call with committee counsel re: strategy and issues (.5)	1,722.00
07/26/16	Alexander, K.	1.00	Telephone conference with counsel to unions and follow up with G. Galardi (.5); telephone conference with committee counsel re same (.5).	865.00
07/26/16	Alexander, K.	0.10	Confer with L. Bauck re CBA issues.	86.50
07/27/16	Alexander, K.	0.90	Review and analysis of CBA issues and correspondence re same (.4); confer with S. Dasaro re status (.1); confer with H. Dietrick re same and follow up re same (.4).	778.50
Total Hours		41.60	Total Amount	\$ 37,772.50
Services				\$ 37,772.50
Total Due				\$ 37,772.50

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
De Silva, Joanne M.	47.60	920.00	43,792.00
Galardi, Gregg	156.20	1,230.00	192,126.00
Gill, Jonathan P.	83.30	1,030.00	85,799.00
Hennes, David B.	102.80	1,165.00	119,762.00
Winograd, Michael S.	276.50	885.00	244,702.50
Wright, James	5.10	885.00	4,513.50
Agudelo, Jonathan	243.10	820.00	199,342.00
Alexander, Kristina K.	303.80	865.00	262,787.00
Bierut, Elizabeth	180.30	550.00	99,165.00
Bresa, Lindita	40.40	820.00	33,128.00
Cable, Matthew	14.30	540.00	7,722.00
Dasaro, Stacy A.	288.20	635.00	183,007.00
Hussain, Saqib M.	10.80	455.00	4,914.00
Imas, Aleksandr	5.70	550.00	3,135.00
Jenkins, Hannah	10.50	550.00	5,775.00
Kaneyasu-Speck, Shaw	8.60	820.00	7,052.00
Kellogg, Paul	61.90	705.00	43,639.50
Kim, Hanah	45.40	470.00	21,338.00
Kwan, Mary	11.40	340.00	3,876.00
McGee, William A.	4.80	540.00	2,592.00
Roitman, Marc B.	140.80	865.00	121,792.00
Roulett, Kathryn M.	3.70	470.00	1,739.00
Sullivan, James	11.60	470.00	5,452.00
Walkingshaw, Peter	8.40	540.00	4,536.00
Waterbury, Simone L. F.	3.70	725.00	2,682.50
de Padua, S. Alexandra	28.70	635.00	18,224.50
Baxter, Robert	3.50	220.00	770.00
Borrino, Linda	2.30	360.00	828.00
Burns, Peggy	6.00	300.00	1,800.00
Graham, La-Toya	21.50	260.00	5,590.00
Gramberg, Patrice	19.80	230.00	4,554.00
O'Neill, Caroline	3.00	205.00	615.00
Weinberg, Meir	60.20	285.00	17,157.00
D'Imperio, Joseph A.	6.90	295.00	2,035.50
Duffy, Marc K.	7.00	370.00	2,590.00
Lang, Paul G.	10.90	335.00	3,651.50
Total Hours	2,238.70	Total Amount \$	1,762,184.50

Invoice No.: 1025505
 Invoice Date: August 19, 2016
 Federal Tax ID: 04-2233412

Gawker Media LLC
 114 Fifth Avenue, 2nd floor
 New York, NY 10011

FOR PROFESSIONAL SERVICES rendered through July 31, 2016.

Total Fees	\$ 1,757,179.25
Total Disbursements and Charges	<u>15,706.50</u>
TOTAL	\$ <u>1,772,885.75</u>

Payment Instructions		
Mail checks to: Ropes & Gray LLP Mail Code: 11104 P.O. Box 11839 Newark, NJ 07101-8138	ACH Fund & Domestic Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 153 East 53rd Street New York, NY 10043	International Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 111 Wall Street New York, NY 10005

Invoice No.: 1031718
 Invoice Date: September 20, 2016
 Federal Tax ID: 04-2233412

GK Media
 c/o Opportune LLP
 Attn: William D. Holden
 10 East 53rd Street, 33rd Floor
 New York, NY 10022

FOR PROFESSIONAL SERVICES rendered through August 31, 2016.

112782-0002	Reporting (MOR/SEC)	
Services		\$ 9,890.50
112782-0004	Litigation	
Services		196,671.00
112782-0005	Tax Matters	
Services		18,015.00
112782-0008	R&G Retention & Fee Applications	
Services		67,002.00
112782-0012	Sales	
Services		456,204.00
112782-0013	Claims	
Services		35,550.00
112782-0014	Travel	
	Total Services	3,032.00
	Adjustment to Services 50%	<u>-1,516.00</u>
Services		1,516.00
112782-0015	Debtor-In-Possession/Cash Collateral	
Services		25,724.50
112782-0016	Other Retention & Fee Applications	
Services		118,861.00
112782-0017	Executory Contracts/Leases	
Services		27,851.00
112782-0018	Plan and Disclosure Statement	
Services		31,610.00
112782-0019	Hearings	
Services		31,399.50

Our Reference #: 112782
 Joint Group: 112782.Aug

112782-0020	Administration	
Services		44,568.00
112782-0021	Business Operations/Strategic Planning	
Services		58,570.00
112782-0022	Committee Matters/Meetings	
Services		21,258.50
112782-0023	Creditor & Shareholder Inquiries	
Services		820.00
112782-0024	Corporate Matters	
Services		23,594.00
112782-0025	Employee Benefits Issues	
Services		6,275.00
Total Fees		\$ 1,175,380.00

Disbursements and Charges

Color Photocopy	847.50	
Computer Assisted Research	14,816.18	
Courier Service	941.54	
Good Standing Certificate	248.88	
Photocopy	457.93	
Tabs and Binding	149.58	
Transcript of Testimony	4,837.63	
Total Disbursements and Charges		22,299.24

TOTAL FEES AND DISBURSEMENTS \$ 1,197,679.24

Payment Instructions		
Mail checks to: Ropes & Gray LLP Mail Code: 11104 P.O. Box 11839 Newark, NJ 07101-8138	ACH Fund & Domestic Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 153 East 53rd Street New York, NY 10043 ABA No.: 021-000-089 Account No: 4997537106	International Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 111 Wall Street New York, NY 10005 Swift Code: CITIUS33 Account No: 4997537106

File No.: 112782-0002 Reporting (MOR/SEC)

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Agudelo, J.	1.20	Review GMGI financial back up information (0.3); telephone conference with W. Holden, S. Abdel regarding same (0.4); telephone conference with M. Williams regarding same (0.3); telephone conference with G. Galardi, S. Dasaro regarding same (0.2).	984.00
08/03/16	Galardi, G.	1.20	Review draft MOR (.4); call with Opportune re: first MOR for US Trustee (.7); follow-up re: same (.1)	1,476.00
08/03/16	Agudelo, J.	2.40	Review MOR for June (0.8); e-mail with G. Galardi, Opportune team regarding same (0.1); telephone conference with G. Galardi, W. Holden, S. Abdel regarding same (0.7); e-mail to UST regarding same (0.1); telephone conference with S. Berlin regarding schedules (0.3); e-mail to G. Galardi regarding same (0.4).	1,968.00
08/04/16	Agudelo, J.	0.20	E-mails with W. Holden, S. Abdel regarding MOR for June (0.2).	164.00
08/05/16	Galardi, G.	0.40	Address schedule and MOR issues	492.00
08/05/16	Agudelo, J.	1.00	E-mail with G. Zipes regarding continuation of 341 meeting (0.1); e-mail with G. Galardi regarding same (0.1); e-mails with UST regarding MOR for June (0.3); e-mails with M. Weinberg regarding filing of same (0.2); e-mail with client, Opportune, Prime Clerk regarding schedules update (0.3).	820.00
08/09/16	Agudelo, J.	0.60	Confer with G. Galardi, Opportune team regarding schedules/SOFA amendments.	492.00
08/10/16	Galardi, G.	0.40	Address notices of schedule corrections.	492.00
08/10/16	Agudelo, J.	2.30	Confer with RG team, Opportune team regarding amendments to schedules/SOFAs (1.5); review edits in respect of same (0.8).	1,886.00
08/10/16	Dasaro, S.	1.50	Work on the filing of amended schedules and related notices (1.5).	952.50
08/12/16	Agudelo, J.	0.20	Confer with S. Dasaro regarding service of amended schedules/SOFAs.	164.00
Total Hours		11.40	Total Amount \$	9,890.50

File No.: 112782-0004 Litigation

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Galardi, G.	0.60	Review pleadings and prepare for hearing on Huon motion to dismiss	738.00
08/01/16	Galardi, G.	0.70	Address PI order on 3 non respondents (.3); review pleadings re: contempt for company issues (.2); work on lift stay strategy re: Bollea (.2)	861.00
08/01/16	Florence, J.	2.20	Correspond with G. Galardi, D. Hallward-Driemeier re legal analysis of libel suits (1.5); confer with E. Roche, E. Siegle re legal analysis of libel suits (.7).	1,969.00
08/01/16	Winograd, M.	1.00	Review and emails re proposed orders (.5); emails and discussion re hearing (.3); emails with Bollea counsel re matter (.2)	885.00
08/01/16	Dasaro, S.	0.40	Confer with E. Beirut regarding proposed order granting preliminary injunction (.2); coordinate submission of proposed order to Court (.2).	254.00
08/01/16	Roche, E.	5.20	Meet with E. Siegle to discuss issues in Bollea appeal and complaints filed against Gawker and to plan research on the various cases (.3); conduct preliminary research on procedural history of, and claims raised in, Bollea appeal (1.5); participate in conference call to discuss research plan on the Bollea appellate issue and the complaints filed against Gawker (.3); review defense in Gawker's appeal in the Bollea case (1.6); research state appellate court's ruling on Gawker's First Amendment protection (.5); analyze causes of action in complaint in "Bollea II" action (1.0).	2,808.00
08/01/16	Siegle, E.	7.40	Discuss research memorandum and next steps (.3); research issues relating to Ayyadurai and Terrill complaints and draft memorandum re: same (7.10).	4,625.00
08/01/16	Gonzalez, R.	4.80	Reviewing case material (3.3); discussions regarding upcoming tasks and deadlines (1.5).	1,680.00
08/01/16	Weinberg, M.	0.20	Emails with R&G team regarding produced documents.	57.00
08/02/16	Galardi, G.	0.20	Follow-up re: Bollea and next steps (.2)	246.00
08/02/16	Florence, J.	0.50	Review initial research into libel complaints and First Amendment and correspond on same with E. Siegle, E. Roche.	447.50
08/02/16	Winograd, M.	0.80	Calls with Bollea counsel (.4); emails re dismissal (.3); assign research (.1)	708.00
08/02/16	Alexander, K.	1.40	Office conference with R. Martin re litigation matters (1.1); telephone conference	1,211.00

Our Reference #: 112782-0004

Joint Group: 112782.Aug

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/02/16	Bierut, E.	1.50	with C. O'Connor re intellectual property issues (.3). Draft proposed order for adversary proceeding (0.70); draft stipulation of dismissal for adversary proceeding (0.50); discuss order with M. Winograd (0.30).	825.00
08/02/16	Dasaro, S.	0.50	Edit motion to extend time for removal (.4); confer with K. Alexander regarding same (.1).	317.50
08/02/16	Roche, E.	7.20	Address causes of action against Gawker in Bollea II complaint (.2); conduct legal research on the elements of, and key defenses to contractual obligations (1.3); conduct legal research on elements and defenses (1.1); draft email regarding legal analysis (.4); draft portion of memo evaluating litigation strategy (4.2)	3,888.00
08/02/16	Siegle, E.	1.40	Revise litigation analysis memorandum to incorporate edits from J. Florence.	875.00
08/02/16	Gonzalez, R.	4.50	Generating binders containing material re motions to be addressed in the August 9 hearing.	1,575.00
08/03/16	Galardi, G.	1.90	Call re: litigation strategy on pending actions and next steps (.6);work on litigation strategy re: allocation issues and documents/production and privilege (.7); address stipulations of dismissal and related order (.6)	2,337.00
08/03/16	Martin, D.	1.30	Planning for discovery relating to plan process	1,521.00
08/03/16	Florence, J.	0.50	Confer with R. Martin re libel litigation (.2); confer with E. Siegle, E. Roche re 1st amendment analysis (.3).	447.50
08/03/16	Winograd, M.	0.80	Review docs (.3); edit notice of voluntary dismissal (.3); emails with Bollea counsel (.2)	708.00
08/03/16	Winograd, M.	5.70	Call and emails re committee discovery (1.3); call and emails with Bollea counsel re dismissal notice (.3); emails re dismissal (.6); draft, revise and file notice of dismissal (.6); email with Thomas counsel (.2); calls and emails re stipulation (.8); calls with Terrill/Ayyadurai counsel (.3); draft and circulate stipulation (.6); emails and calls re document collection and review (.8); emails re service (.2)	5,044.50
08/03/16	Bierut, E.	3.10	Discuss document requests and discovery issues involving the committee with D. Martin, M. Winograd, and G. Galardi (1.50); revise order for adversary proceeding (1.00);	1,705.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			draft stipulation for adversary proceeding (0.60).	
08/03/16	Dasaro, S.	0.20	Emails with Prime Clerk regarding service of adversary proceeding filing.	127.00
08/03/16	Roche, E.	5.20	Draft portion of memo evaluating Bollea I appeal (4.2); discuss research on Bollea I appeal with R&G team (.6); analyze defendants' emergency motion for stay of execution of judgment (.4).	2,808.00
08/03/16	Siegle, E.	2.50	Revise litigation analysis memorandum to incorporate edits (1.2); discuss revisions to litigation analysis memorandum and perform additional research (0.5); review and comment on specific draft section (0.5); discuss project next steps with J. Florence and E. Roche (0.3);	1,562.50
08/03/16	Gonzalez, R.	5.30	Review case material regarding discovery requests (.5); revise binders re motions to be addressed in the August 9 hearing (4.8).	1,855.00
08/03/16	Weinberg, M.	0.50	E-file and coordinate service of notice of dismissal (0.3); emails with M. Winograd regarding same (0.2).	142.50
08/04/16	Galardi, G.	0.20	Address removal motion (.2)	246.00
08/04/16	Winograd, M.	4.90	Discuss document collection and review (.5); emails re document requests (.3); emails re data room (.2); emails re document collection (.4); call with Levine Sullivan re FLA motions (.4); emails re FLA motions (.2); call with court (.2); revise and circulate stip (.3); document review logistics (.8); review doc requests (.6); emails re motion (.2); review FLA motions (.6); emails re objections (.2)	4,336.50
08/04/16	Agudelo, J.	2.10	E-mails with G. Galardi regarding timing for filing motion to extend to remove (0.7), review procedural rules, case management order in connection with same (0.2), revise motion (0.4), e-mail to client regarding same (0.3). e-mails with R&G team regarding motion to extend removal time (0.5).	1,722.00
08/04/16	Alexander, K.	1.90	Confer and correspond with L. Bierut (.2); confer with R. Martin and correspond re intellectual property matter (.4); confer with G. Galardi re same (.3); draft, review and revise correspondence to counsel re same (1).	1,643.50
08/04/16	Bierut, E.	2.80	Discuss tracking of committee document requests with R. Gonzalez (0.50); analyze documents in data room (1.30); discuss data room document relocation with litigation	1,540.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/04/16	Roche, E.	4.50	technology team (0.50); revise chart tracking committee document requests (0.50). Draft portion of memo analyzing claim in Bollea case (2.0); draft portion of memo analyzing merits of the damages award in Bollea II (1.8); draft portion of memo analyzing merits of the punitive damages award in Bollea II (.7).	2,430.00
08/04/16	Gonzalez, R.	4.00	Reviewing case material and generating table reflecting discovery requests (.8); working with litigation tech support to create a case database on Relativity and transfer selected documents from the data room (1.0); revising binders containing material re motions to be addressed in the August 9 hearing (1.0); discussion with E. Bierut regarding upcoming document production (.4); reviewing factors of previous document productions and suggesting new criteria for upcoming document production (.5); meeting with L. Graham regarding the case (.3).	1,400.00
08/04/16	Weinberg, M.	0.50	Further cite-check motion to remove actions (0.3); research and gather precedent regarding same for S. Dasaro (0.2).	142.50
08/05/16	Galardi, G.	1.90	Review, revise and finalize removal motion (.6); address various litigation strategy issues, including federal and state proceedings (.5); work on stay relief in Bollea 1 with Denton outside counsel (.5); work on retention of independent/pro bono counsel (.3)	2,337.00
08/05/16	Martin, D.	3.40	Review of documents for de-designating to committee, review of final prduction	3,978.00
08/05/16	Winograd, M.	4.20	Address logistics for document collection and review (.8); emails re document review (.3); review draft Huon notice (.2); emails re stipulation of dismissal (.3); review data room index (.4); emails with LSKS re documents (.3); review potential production (.5); emails re potential production (.3); emails re NDAs (.3); review FLA filings (.4); review Huon filings (.4)	3,717.00
08/05/16	Agudelo, J.	1.80	Revise motion to extend time to remove litigation (0.9), e-mails with client regarding same (0.3), e-mails with M. Weinberg, Prime Clerk regarding service and filing of same (0.4), e-mails with R&G team regarding litigation chart for motion (0.2).	1,476.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/05/16	Alexander, K.	0.70	Confer and correspond re intellectual property issues (.4); confer with E. Bierut re litigation matters (.3).	605.50
08/05/16	Bierut, E.	5.00	Discuss committee document requests with D. Martin, M. Winograd, P. Walkingshaw, and S. Hussain (1.00); discuss document review of documents in data room with K. Alexander (0.50); draft and file notice of dismissal and proposed order in Huon case (0.50); revise tracking chart for committee document requests (1.00); analyze documents added to the data room (1.00); coordinate document production based on committee's de-designation requests (1.00).	2,750.00
08/05/16	Hussain, S.	1.40	Join call with E. Bierut and R. Martin to discuss review of online data room documents.	637.00
08/05/16	Roche, E.	3.60	Draft portion of memo analyzing Bollea II issues (3.3); speak with R&G team about Gawker appeal (0.3).	1,944.00
08/05/16	Siegle, E.	0.20	Discuss Bollea II research with E. Roche.	125.00
08/05/16	Gonzalez, R.	5.80	Generating work set of documents to be reviewed for production to Committee members (1.8); preparing documents (numbering, watermarking) to be reviewed by Committee members (1.1); producing documents to opposing counsel via Accelion (.8); revising binders containing material re motions to be addressed in the August 9 hearing (2.1).	2,030.00
08/05/16	Weinberg, M.	0.40	Emails with litigation team regarding production (0.2); e-file and coordinate service of notice of settlement (0.2).	114.00
08/05/16	Hon, F.	1.80	Prepared documents to be loaded to Relativity and loaded documents (.4); processed documents to Relativity (.8); performed quality control of loaded documents and prepared documents for review (.6).	387.00
08/06/16	Galardi, G.	0.40	Call with Independent board member re: status of analysis and litigation issues (.4)	492.00
08/06/16	Hussain, S.	1.40	Review documents to be produced.	637.00
08/06/16	Gonzalez, R.	2.50	Revising tracking charts regarding requests for the de-designation of documents, document production and discovery requests to reflect changes.	875.00
08/07/16	Hussain, S.	1.90	Review documents to be produced.	864.50
08/07/16	Gonzalez, R.	4.00	Revising binders containing material re motions to be addressed in the August 9 hearing (2.3); generating work set of	1,400.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			documents retrieved for the case data room (.8); revising tracking charts regarding Requests for the de-designation of documents, discovery requests to reflect changes (.9).	
08/08/16	Galardi, G.	1.90	Work on issues re: Huon hearing (.4); work on overall litigation strategy re: pending matters and calls with H. Dietrick re: same and next steps (.9); follow-up re: same and issues (.6)	2,337.00
08/08/16	Winograd, M.	0.80	Emails re stipulation of dismissal (.2); revise and send draft stipulation of dismissal (.3); emails re sharing discovery with committee (.3)	708.00
08/08/16	Hussain, S.	0.90	Review documents prior to production.	409.50
08/08/16	Roche, E.	3.60	Revise strategy memo.	1,944.00
08/08/16	Gonzalez, R.	4.70	Revise binders for August 9 hearing and arrange delivery of courtesy copies for the Court (4.0); confer with courier service regarding delivery of the binders (0.7).	1,645.00
08/09/16	Galardi, G.	0.40	Address strategy re: pending litigation	492.00
08/09/16	Winograd, M.	0.30	Emails and research re stipulation of dismissal (.3)	265.50
08/09/16	Bierut, E.	7.30	Discuss chart for tracking document requests with R. Gonzalez (0.50); update chart for tracking document requests (1.00); discuss document requests and data room documents with D. Martin, S. Hussain, Houlihan Lokey, and Opportune (0.50); review letters filed in related case involving relevant legal issues (1.30); research legal issues for memo for D. Martin to send to client (2.00); draft memo for D. Martin to send to client (2.00).	4,015.00
08/09/16	Hussain, S.	2.70	Review documents prior to production (1.9); call regarding production of documents (.8).	1,228.50
08/09/16	Roche, E.	3.60	Email with R&G team regarding revisions to memo (.1); revise strategy memo based on feedback from R&G team (3.5).	1,944.00
08/09/16	Siegle, E.	3.70	Review and revise E. Roche's draft memorandum re: Hulk Hogan appeal.	2,312.50
08/09/16	Sturm, J.	3.50	Review further revisions to settlement term sheet (0.5); Call with R. Martin and G. Galardi regarding same (0.5); Revisions to same (2.5)	3,132.50
08/09/16	Gonzalez, R.	5.00	Compose a work set of selected case material (1.2); assembling a binder of additional case material for review (.8); generating redline versions of documents for review (.8); conference call with team and Houlihan representatives regarding	1,750.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			outstanding discovery and data room requests (1.0); downloading material uploaded to the case data room and forming an internal work set for review (.8); preparing the documents to be loaded onto Relativity, and revising the data room tracking chart to reflect the new additions and actions taken to finalize the addition to the data room (.4).	
08/09/16	Weinberg, M.	0.20	Research and gather letter regarding privilege precedent for L. Bierut.	57.00
08/09/16	Hon, F.	0.80	Prepare and load documents to Relativity (.2); processed documents to Relativity (.4); performed quality control of loaded documents and prepared documents for review (.2).	172.00
08/10/16	Winograd, M.	0.80	Review draft emails to chambers (.3); emails re draft documents (.3); emails re status (.2)	708.00
08/10/16	Dasaro, S.	0.50	Correspondence regarding order dismissing Huon from adversary proceeding (0.5).	317.50
08/10/16	Hussain, S.	2.20	Review documents prior to production.	1,001.00
08/10/16	Roche, E.	5.00	Speak with E. Siegle about strategy in Bollea I memo (.2); revise strategy memo based on feedback from R&G team (4.8).	2,700.00
08/10/16	Sturm, J.	6.10	Calls and correspondence with G. Galardi and R. Martin regarding settlement term sheet (0.9); revisions to same (4.6); correspondence with Ropes team and H. Dietrick regarding same (0.2); correspondence with LSKS regarding same (0.4)	5,459.50
08/10/16	Gonzalez, R.	7.60	Attend team meeting regarding material needed for upcoming hearing on August 18 (0.8); prepare work set of documents for August 18 hearing (3.2); download material uploaded to the case data room and form an internal work set for review (0.5); prepare documents to be loaded onto Relativity, and revise the data room tracking chart to reflect the new additions (3.1).	2,660.00
08/10/16	Hon, F.	0.80	Prepared documents to be loaded to Relativity and loaded documents (.2); Processed documents to Relativity (.3); Performed quality control of loaded documents and prepared documents for review (.3).	172.00
08/11/16	Galardi, G.	1.40	Call re: Terrill and Ayyudari litigation with counsel and follow-up confirmation email re: same (.4); call with company re: insurance coverage (.6); follow-up review of	1,722.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			policies (.3); review Huon order and email (.1);	
08/11/16	Winograd, M.	0.70	Emails re stipulation (.5); emails re matter (.2)	619.50
08/11/16	Bierut, E.	1.10	Review documents to be added to data room (0.60); revise chart tracking requests (0.50).	605.00
08/11/16	Sturm, J.	2.90	Call with G. Galardi regarding settlement proposal releases and proposed plan structure (0.3); revisions to settlement term sheet (1.8); review and incorporate term sheet comments of LSKS (0.5); Correspondence with LSKS regarding same (0.3)	2,595.50
08/11/16	Gonzalez, R.	5.50	Generate first draft of the Agenda to be submitted for the August 18 hearing (1.1); prepare table of contents for the binder for upcoming August 18 hearing (1.0); download material uploaded to the case data room and forming an internal work set for review (.8); prepare the documents to be loaded onto Relativity, and revise the data room tracking charts to reflect the new additions and actions taken to finalize the addition to the data room (2.6).	1,925.00
08/11/16	Hon, F.	0.70	Prepared documents to be loaded to Relativity and loaded documents (.2); Processed documents to Relativity (.3); Performed quality control of loaded documents and prepared documents for review (.2).	150.50
08/12/16	Winograd, M.	2.70	Emails and review re Bollea litigation (.7); review emails (.2); research and outlining re potential litigation issue (1.8)	2,389.50
08/12/16	Sturm, J.	0.70	Reword updates to settlement term sheet (0.5); review correspondence with Company regarding same (0.2)	626.50
08/12/16	Gonzalez, R.	6.00	Revise draft Agenda for the August 18 hearing (.7); revise table of contents for the binder for August 18 hearing (.6); prepare binders containing motions (and related papers) for August 18 hearing (2.8); download material uploaded to the case data room (.5); prepare the documents to be loaded onto Relativity, and revise the data room tracking chart to reflect the new additions (.6); prepare documents for possible production for review by Committee members (.8).	2,100.00
08/14/16	Galardi, G.	0.60	Address company concerns re: Bollea litigation issues and findings	738.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/15/16	Martin, D.	0.30	Call with G. Galardi re status of settlement efforts	351.00
08/15/16	Winograd, M.	2.60	Emails with Levine Sullivan re litigation issues (.5); emails re litigation issue (.6); research re potential litigation issue (1.5)	2,301.00
08/15/16	Bierut, E.	0.60	Review documents used in adversary proceeding (0.40); correspond with counsel in Bollea litigation in Florida (0.20).	330.00
08/15/16	Gonzalez, R.	6.80	Download material uploaded to the case data room (0.6); prepare the documents to be loaded onto Relativity (0.8); revise the data room tracking chart to reflect the new requests, additions and actions taken to respond to data room queries (1.3); research database for selected deposition material (0.8); prepare binders containing motions and related papers to be addressed at the August 18 hearing (3.3).	2,380.00
08/15/16	Weinberg, M.	0.20	Emails with litigation team regarding deposition exhibits.	57.00
08/15/16	Hon, F.	0.80	Prepare documents to be loaded to Relativity and loaded documents (.3); process documents to Relativity (.2); performed quality control of loaded documents and prepared documents for review (.3).	172.00
08/16/16	Winograd, M.	1.80	Emails re litigation status draft issues (.3); review transcript (.6); outline for potential discovery (.9)	1,593.00
08/16/16	Gonzalez, R.	6.00	Prepare binders containing motions and related papers to be addressed at the August 18 hearing (3.5); revise the data room tracking chart to reflect the new requests, additions and actions taken to respond to the data room queries (2.5).	2,100.00
08/16/16	Hon, F.	0.70	Prepared documents to be loaded to Relativity and loaded documents. Processed documents to Relativity. Performed quality control of loaded documents and prepared documents for review.	150.50
08/17/16	Galardi, G.	0.70	Work on issues re: outstanding litigation strategy	861.00
08/17/16	Martin, D.	1.30	Development of rule 2004 strategy	1,521.00
08/17/16	Winograd, M.	4.40	Meet re Rule 2004 discovery (1.2); assign research and tasks (.3); research re potential litigation issues (2.9)	3,894.00
08/17/16	Bierut, E.	1.60	Discuss litigation issues with D. Martin, M. Winograd, and S. Hussain (1.30); revise discovery tracking chart (0.30).	880.00
08/17/16	Hussain, S.	1.20	Call with R. Martin regarding next steps in litigation proceedings.	546.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/17/16	Gonzalez, R.	6.90	Download material uploaded to the case data room and forming an internal work set for review (.5); revise table of contents for the binder to be created for the upcoming August 18 hearing (.5); prepare binders containing motions (and related papers) to be addressed at the August 18 hearing (2.6); prepare documents to be loaded onto Relativity (.5); prepare documents for possible production for review by Committee members (.5); arrange and monitor the delivery of a courtesy set of binders to the Court's chambers (.6); revise the data room tracking chart to reflect the new requests, additions and actions taken to respond to the data room queries (1.7).	2,415.00
08/18/16	Winograd, M.	4.20	Legal research and outlining re potential litigation issues (3.8); address further research topics (.4)	3,717.00
08/18/16	Bierut, E.	0.50	Discuss litigation issues with M. Berry, Florida counsel in Bollea (0.40); discuss litigation issues with M. Winograd (0.10).	275.00
08/19/16	Bierut, E.	1.50	Discuss litigation issues with M. Berry at Levine Sullivan (0.50); analyze facts for litigation issue (1.00).	825.00
08/19/16	Gonzalez, R.	0.50	Reviewing material to be addressed at the 8/23 hearing.	175.00
08/20/16	Martin, D.	1.10	Analysis of litigation strategy following closing of sale.	1,287.00
08/21/16	Bierut, E.	4.40	Research facts underlying litigation issue (2.40); draft memo summarizing facts underlying litigation issue (2.00).	2,420.00
08/22/16	Galardi, G.	0.60	Address demand letters (.2) work on litigation strategy (.4)	738.00
08/22/16	Agudelo, J.	1.30	Emails with R&G team regarding motion to extend time to remove state court litigation (0.5); review proposed order in respect of same (0.2); review agenda in respect of same (0.2); confer with Prime Clerk regarding affidavit of service in respect of related pleadings (0.4).	1,066.00
08/22/16	Bierut, E.	3.20	Analyze litigations in case against Gawker (1.20); research facts for litigation issue (1.50); discuss litigation issues with P. Walkingshaw and S. Hussain (0.50).	1,760.00
08/22/16	Gonzalez, R.	3.00	Prepare courtesy copy of documents regarding the Aug. 23 hearing to be delivered to the Court (1.0); deliver documents to court (1.5); download sent by LKS regarding Gawker 2004 materials and	1,050.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/23/16	Martin, D.	4.00	creating a works et for review (.5). Telephone conference with Bolger re Ayyudarra motion for default judgment (0.5); telephone call with LSKS re Ayyadurai default issue (0.7); analysis and advice to client re travelers lift-stay demands (1.2); analysis of notice to Ayyadurai counsel on default issue and adversary proceeding stay (1.3); telephone call with client re stay issues (0.3).	4,680.00
08/23/16	Bierut, E.	4.70	Draft memo regarding litigation issues (3.70); revise memo regarding litigation issues (1.00).	2,585.00
08/23/16	Hussain, S.	2.70	Research state of laws in New York, Massachusetts, Illinois, and Florida in connection with litigation strategy.	1,228.50
08/23/16	Walkingshaw, P.	3.80	Legal research related to potential claims held by the estate (3.5); call with E. Bierut regarding legal research related to potential claims held by the estate (.3).	2,052.00
08/23/16	Gonzalez, R.	1.50	Gather materials for discovery (.6); assemble material for 2004 request (.6); download new filings from the case docket and prepare work set for review (.3).	525.00
08/24/16	Martin, D.	1.80	Call with L. Bierut re rule 2004 issues (1.0); telephone call with L. Bierut re Rule 2004 outline (0.8).	2,106.00
08/24/16	Agudelo, J.	0.50	Confer with client, RG team, LSKS team regarding next steps in non-bankruptcy litigation.	410.00
08/24/16	Bierut, E.	4.40	Discuss litigations issues with D. Martin; P. Walkingshaw and S. Hussain (0.90); revise memo regarding litigation issues (1.00); research litigation issues (2.30); discuss document requests with R. Gonzalez (0.20).	2,420.00
08/24/16	Hussain, S.	4.40	Internal call re: legal research findings (1.0); research state of laws in New York, Massachusetts, Illinois, and Florida in connection with litigation strategy (2.3); draft summary of research findings (1.1).	2,002.00
08/24/16	Walkingshaw, P.	5.00	Call with team regarding legal research related to potential claims held by the estate (.9); call with D. Martin regarding legal research (.3); further legal research related to potential claims held by the estate (3.0); summarize legal research related to potential claims held by the estate (.8).	2,700.00
08/24/16	Gonzalez, R.	3.80	Revise material for 2004 Discovery (.8); generate binder index to reflect binder material (.8); generate final version of	1,330.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			selected agreements for review (1.0); create watermarked version of documents to be reviewed by the Committee Professionals (.8); download new filings from case docket sheet and providing a work set for review (.4).	
08/25/16	Bierut, E.	5.90	Research litigation issues (2.90); draft and revise memo on litigation issues (3.00).	3,245.00
08/25/16	Gonzalez, R.	2.00	Meeting with R&G team regarding case transition and strategy (.8); revise material for 2004 binder (.9); revise binder index to reflect edits to the binder(.3).	700.00
08/26/16	Martin, D.	0.50	Telephone call with Travelers Counsel re lift-stay issue	585.00
08/26/16	Hussain, S.	3.30	Revise motion related to bankruptcy proceedings (2.1); conduct legal research related to motion (1.2).	1,501.50
08/26/16	Roche, E.	0.70	Update R&G team on the status of a related litigation.	378.00
08/26/16	Gonzalez, R.	0.50	Perform quality control measures on 2004 binders (.5).	175.00
08/28/16	Sturm, J.	0.10	Review correspondence regarding 2004 motion	89.50
08/29/16	Hussain, S.	1.90	Revise draft motion related to bankruptcy proceedings.	864.50
08/29/16	Walkingshaw, P.	1.50	Call with S. Hussain regarding motion drafting (.5); review assembled materials for potential motion (1.0).	810.00
08/29/16	Weinberg, M.	1.20	Draft notices of appearance for R. Martin and P. Walkingshaw (0.7); draft shell litigation pleading for R. Martin (0.5).	342.00
08/30/16	Hussain, S.	3.40	Emails with client re: document production (.5); revise memorandum related to bankruptcy proceeding (1.6); conduct legal research related to draft motion (1.3).	1,547.00
08/30/16	Weinberg, M.	1.40	Coordinate ECF filing notifications from Denton bankruptcy case for J. Sturm and J. Agudelo (0.4); emails regarding same (0.3); gather and review Bollea v. Buchwald docket and pleadings for J. Sturm (0.7).	399.00
08/31/16	Galardi, G.	0.50	Call with LSKS re: lifting stay and next steps (.5)	615.00
08/31/16	Galardi, G.	0.30	Call with counsel to CN re: make-whole issues	369.00
08/31/16	McGee, W.	0.40	Research information on various litigation complaints (.3); correspondence with R. Martin regarding the same (.1).	216.00
08/31/16	Walkingshaw, P.	1.80	Outline portions of draft Rule 2004 motion.	972.00
Total Hours		331.70	Total Amount	\$ 196,671.00

File No.: 112782-0005 Tax Matters

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/11/16	Arnaboldi, L.	1.20	Prepared for and participated in conference call with Opportune and Gawker to discuss issues associated with sale of assets and allocation of proceeds between US and Hungarian companies.	1,680.00
08/11/16	Arnaboldi, L.	2.10	Reviewed analysis of tax situation prepared by Opportune and Gawker.	2,940.00
08/11/16	Galardi, G.	2.40	Numerous calls re: sale tax matters implication with Opportune and tax experts (1.2); call with Company re: tax issues (.7); review materials re: tax issues (.5).	2,952.00
08/12/16	Arnaboldi, L.	0.80	Participated in call with Opportune and accountants regarding tax issues.	1,120.00
08/12/16	Galardi, G.	1.90	Call with Hungary tax adviser (.9); follow-up re: same and next steps (.4); call with US tax advisors re: tax treatment of sale (.4); follow-up emails and calls re: same (.2).	2,337.00
08/15/16	Arnaboldi, L.	0.50	Prepared and sent email to Kevin Zaragoza briefing him on Gawker tax issues.	700.00
08/17/16	Zaragoza, K.	1.00	Conference with Opportune and Ropes team regarding tax issues.	820.00
08/19/16	Gill, J.	0.20	Telephone conference with with Zarangoza, Loder regarding tax issues (0.2).	206.00
08/19/16	Zaragoza, K.	1.20	Prepare for conference with J. Gill, L. Loden (Opportune), I. Csovari (Jalovszky) regarding tax issues.	984.00
08/23/16	Zaragoza, K.	0.60	Review analysis relating to outstanding tax issues.	492.00
08/29/16	Arnaboldi, L.	0.50	Attention to request of Opportune for a call to discuss tax issues (.1); reviewed tax issues (.4).	700.00
08/30/16	Arnaboldi, L.	1.50	Prepared for and participated in conference calls with Opportune.	2,100.00
08/30/16	Zaragoza, K.	1.20	Conference with L. Arnaboldi, R&G team, W. Holden, L. Loden (Opportune) regarding tax issues relating to transaction.	984.00
Total Hours		15.10	Total Amount	\$ 18,015.00

Our Reference #: 112782-0005

Joint Group: 112782.Aug

File No.: 112782-0008 R&G Retention & Fee Application

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Agudelo, J.	1.50	E-mails with M. Alkaitis regarding time entry spreadsheets (0.3), e-mails with M. Weinberg regarding same and go forward plan (0.4), draft two e-mails to timekeepers regarding same (0.6), e-mail to G. Galardi, K. Alexander regarding same (0.2).	1,230.00
08/01/16	Weinberg, M.	2.00	Emails with J. Agudelo and staffing regarding invoice review for fee statements (0.5); assist with review of initial time entries for first monthly fee statement (1.5).	570.00
08/02/16	Agudelo, J.	0.50	Telephone conference with R&G team regarding R&G fee application process (0.5).	410.00
08/02/16	Dasaro, S.	0.50	Call with R&G team regarding fee statements (.5).	317.50
08/02/16	Brustman, C.	4.50	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement (4.00); telephone conference with J. Agudelo, S. Dasaro, M. Alkaitis, A. Nunez and M. Weinberg regarding Ropes & Gray fees and expenses in connection with forthcoming fee applications (.50).	1,215.00
08/02/16	Weinberg, M.	1.50	Emails with C. Brustman and J. Agudelo regarding invoice review for fee statements (0.3); review and revise time entries (0.3); call with team regarding time entry review process (0.5); follow-up emails with C. Brustman regarding same (0.3); emails with S. Dasaro regarding Opportune fee statement (0.1).	427.50
08/03/16	Agudelo, J.	0.30	E-mails with R&G team regarding Ropes & Gray fee statement for June 10-July (0.3).	246.00
08/03/16	Brustman, C.	1.50	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	405.00
08/04/16	Agudelo, J.	0.40	E-mails with R&G team regarding 50 timekeepers' review June 10-July 23 time (0.4).	328.00
08/04/16	Brustman, C.	2.00	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	540.00
08/05/16	Agudelo, J.	1.30	Telephone conference with R&G team regarding time review for R&G fee application (0.4), e-mails with other R&G team members regarding same (0.6), telephone conference with J. Von Hegel regarding same (0.2), telephone conference with C. Brustman regarding same (0.1).	1,066.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/05/16	Brustman, C.	3.70	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	999.00
08/05/16	Weinberg, M.	0.50	Review timekeeper time entries (0.3); review personal time entries (0.4); emails regarding same (0.2).	142.50
08/08/16	Gill, J.	0.30	Telephone calls on budget and process.	309.00
08/08/16	Brustman, C.	2.00	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	540.00
08/08/16	Weinberg, M.	0.10	Emails regarding budget.	28.50
08/09/16	Agudelo, J.	0.80	Review first draft of invoice (0.2); confer with RG team regarding group review (0.6).	656.00
08/09/16	Dasaro, S.	0.70	Confer with conflicts team regarding updated analysis (.3); draft RG fee statement (.4).	444.50
08/09/16	Brustman, C.	3.00	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	810.00
08/09/16	Dias, J.	0.50	Confer with C. Brustman on reviewing and preparing the time entries' email for case team review.	102.50
08/09/16	Weinberg, M.	0.90	Review timekeeper time entries (0.4); call and emails with Billing regarding same (0.3); call with C. Brustman regarding same (0.1); emails with S. Dasaro regarding first monthly fee statement (0.1).	256.50
08/10/16	Galardi, G.	1.90	Address supplemental declaration (.1); review time detail for June for invoice (1.8)	2,337.00
08/10/16	McGee, W.	1.60	Confer with J. Agudelo regarding review of supporting documentation (.1); follow-up call with J. Agudelo (.1); review the same (1.4).	864.00
08/10/16	Weinberg, M.	0.30	Research and gather fee statement precedent for G. Galardi.	85.50
08/11/16	Galardi, G.	0.60	Work on June-July fee application, reviewing time detail	738.00
08/11/16	Alexander, K.	0.90	Office conference with team re fee application matters and follow up re same.	778.50
08/11/16	Dasaro, S.	0.70	Work on analysis of conflicts, and correspondence with RG team regarding same (.7).	444.50
08/11/16	McGee, W.	3.50	Review supporting documentation for July fee statement.	1,890.00
08/11/16	Dias, J.	2.00	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	410.00
08/12/16	Agudelo, J.	1.10	Confer with RG team regarding RG fee statement review (0.7); review time entries in connection with same (0.4).	902.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/12/16	Alexander, K.	2.10	Review and revise fee submission for privilege, related issues.	1,816.50
08/12/16	McGee, W.	1.40	Call with restructuring team regarding fee review (.5); follow-up correspondence related to the same (.2); review supporting documentation related to the same (.4); coordinate with billing team regarding the same (.3).	756.00
08/13/16	Agudelo, J.	0.70	Confer with RG team regarding preparation of June 10-July 31 fee statement and related review of invoices.	574.00
08/13/16	McGee, W.	0.60	Review supporting documentation for July fee statement.	324.00
08/14/16	Dasaro, S.	1.00	Attention to RG fee statement.	635.00
08/14/16	Weinberg, M.	0.10	Emails regarding monthly fee statement form.	28.50
08/15/16	Galardi, G.	0.20	Finalize Ropes August budget	246.00
08/15/16	Alexander, K.	2.80	Review and revise fee submission.	2,422.00
08/15/16	Dasaro, S.	1.50	Attention to RG fee statement and invoices.	952.50
08/15/16	McGee, W.	1.00	Confer with S. Dasaro regarding third supplement to Galardi declaration (.2); draft the same (.8).	540.00
08/15/16	Weinberg, M.	0.30	Emails regarding monthly fee statement form.	85.50
08/16/16	Galardi, G.	0.60	Review time detail for June/July billing	738.00
08/16/16	Alexander, K.	3.00	Review and revise fee submission.	2,595.00
08/16/16	McGee, W.	0.40	Revise draft of third supplemental Galardi declaration.	216.00
08/16/16	Brustman, C.	2.50	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	675.00
08/16/16	Dias, J.	0.50	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	102.50
08/17/16	Alexander, K.	3.00	Review and revise fee submission.	2,595.00
08/17/16	Dasaro, S.	2.50	Attention to RG fee statement and time entries.	1,587.50
08/17/16	Brustman, C.	1.50	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	405.00
08/18/16	Galardi, G.	2.70	Review and edit time detail for monthly fee application (2.1); review and edit Monthly fee statement (.6)	3,321.00
08/18/16	Agudelo, J.	1.60	Prepare portion of fee statement (1.4); correspond with RG team regarding same (0.2).	1,312.00
08/18/16	Alexander, K.	3.50	Review and revise fee submission.	3,027.50
08/18/16	Brustman, C.	1.10	Assist J. Agudelo and S. Dasaro with review of supporting documentation for monthly fee statement.	297.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/19/16	Galardi, G.	2.40	Finalize supplemental declaration (.2); finalize June/July fee statement (2.2)	2,952.00
08/19/16	Agudelo, J.	7.30	Several office conferences with Ropes team regarding R&G fee statement, edits thereto (3.4); further review, quality control edit of invoice in respect of same (2.4); review fee statement and provides comments thereto (0.7), coordinate filing of same and Galardi supplemental declaration (0.8).	5,986.00
08/19/16	Alexander, K.	7.50	Review and revise fee submission.	6,487.50
08/19/16	Dasaro, S.	8.00	Attention to fee statement analysis, review, and coordination of filing of same, and multiple calls with billing department regarding same.	5,080.00
08/19/16	McGee, W.	0.80	Revise R&G July fee statement.	432.00
08/19/16	Weinberg, M.	0.20	Compile Galardi third supplemental declaration.	57.00
08/23/16	Weinberg, M.	0.80	Draft shell of first interim fee application (0.7); emails with R&G team regarding same (0.1).	228.00
08/24/16	Sutton, A.	1.10	Pull and view filed retention applications (0.1); transition meeting with S. Dasaro (1.0).	401.50
08/26/16	Sutton, A.	0.50	Emails with R&G team concerning filed monthly fee statement amounts	182.50
08/29/16	Sutton, A.	0.50	Review and email R&G team concerning timekeeping entries	182.50
08/30/16	Sturm, J.	0.30	Correspondence with K. Alexander regarding projected Sept. time	268.50
Total Hours		105.10	Total Amount \$	67,002.00

File No.: 112782-0012 Sales

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Galardi, G.	0.60	Analysis re: TSA agreement and various issues.	738.00
08/01/16	Kaneyasu-Speck, S.	1.00	Review and revise process letter for bids.	820.00
08/01/16	Walsh, K.	0.50	Communication with outside counsel re: draft filing.	107.50
08/01/16	Waterbury, S.	0.30	Address email correspondence on HSR preparation	217.50
08/01/16	Weinberg, M.	0.60	Prepare sale binders for team.	171.00
08/02/16	Galardi, G.	1.90	Call with potential bidder re: numerous issues and questions (.6); call with stalking horse re: issues (.6); follow-up re: sale, bidding asset transfer and related issues (.7).	2,337.00
08/02/16	Gill, J.	2.80	Review sale process letter and comment to HL (0.5); review correspondence regarding auction process and location/rooms (0.4); respond to bidders request for documents (0.2); telephone call with M. Sharon regarding same (0.2); follow-up regarding lease and employee details in Hungary (0.4); telephone call with Univision regarding leases and employees (0.5); follow-up telephone call with G. Galardi (0.2); email Hungary re: Univision proposals, responses (0.4).	2,884.00
08/02/16	Gill, J.	0.50	Telephone call with internal team regarding TSA, winding up.	515.00
08/02/16	Alexander, K.	1.00	Confer with counsel to Ziff re sale issues (.2); telephone conference with broker re lease transition (.3); confer with J. Sturm re contract and sale issues (.2); confer with counsel to union re sale (.3).	865.00
08/02/16	Jenkins, H.	3.20	Attention to finalizing two NDAs (0.9); call with Latham discussing outstanding diligence requests (0.4); call relating to transition services agreement (0.6); draft the initial transition services agreement (1.3); finalize special committee board resolutions (0.4).	1,760.00
08/02/16	Kaneyasu-Speck, S.	1.50	Participate in bidder diligence call (1.0); participate in call to discuss ancillary agreements (0.5).	1,230.00
08/02/16	Walsh, K.	0.30	Revisions to HSR form.	64.50
08/03/16	Galardi, G.	0.90	Call with potential bidder re: a few issues and follow-up re: CBA, Lease and additional contracts (.6); call with Ziff Davis re: various issues (.3).	1,107.00
08/03/16	Gill, J.	0.40	Telephone call with T. Holden and correspond on LC.	412.00

Our Reference #: 112782-0012

Joint Group: 112782.Aug

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/03/16	Agudelo, J.	1.50	Review Fifth Avenue lease in connection with sale process (0.3); e-mail with R&G team client and Opportune regarding same (0.3), e-mails with W. Holden, S. Abdel regarding Fastly contract cure amount (0.3), office conference with G. Galardi regarding same (0.1), e-mail to Fastly attorney regarding same (0.3), e-mails to S. Kaneyasu-Speck regarding revising cure amounts in context of bidding (0.2).	1,230.00
08/03/16	Jenkins, H.	1.40	Attention to emails pertaining to the auction process (.9); address diligence request from auction bidders (.5).	770.00
08/03/16	Sullivan, J.	0.50	Call regarding TSAs.	235.00
08/03/16	Weinberg, M.	0.10	Prepare additional sale binder for R. Martin.	28.50
08/04/16	Galardi, G.	2.30	Prepare for and have call with potential bidder re: numerous issues (.7); call with Ziff Davis re: sale issues and proposed order (.8); follow-up re: sale issues and next steps (.5); begin research re: first amendment issues (.3).	2,829.00
08/04/16	Gill, J.	1.10	Telephone call regarding Summons & Complaint regarding sale order (1.0); draft correspondence regarding Hungary Visas (0.1).	1,133.00
08/04/16	Agudelo, J.	2.00	Telephone conference with counsel for AOL regarding cure notice questions in connection with sale (0.2), office conference with G. Galardi regarding same (0.1), e-mails with same regarding same (0.3), e-mails with G. Galardi, J. Gill regarding sale (0.5), e-mails with G. Galardi, W. Holden regarding contracts (0.3), e-mails with H. Kim regarding creditor inquiries and cure changes in connection with auction (0.2), e-mail to S. Kaneyasu regarding Latham inquiry for cure notice (0.1), e-mail to Latham regarding same (0.1), e-mails with G. Galardi, K. Alexander regarding meeting tomorrow on sale process (0.2).	1,640.00
08/04/16	Alexander, K.	1.50	Confer with team, Opportune re data room and sale issues (0.5); follow up with W. Holden, Houlihan team re same (1.0).	1,297.50
08/04/16	Jenkins, H.	2.70	Attention to call regarding the sale order (.8); attend Gawker board meeting (.6); finalize an outstanding NDA (.4); emails and calls related to coordinating and completing outstanding tasks (.9).	1,485.00
08/04/16	Kaneyasu-Speck, S.	4.00	Participate in call to discuss sale order (1.0); draft transition services agreement (3.0).	3,280.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/05/16	Galardi, G.	2.40	Review contracts for sale matrix (1.8); calls with potential bidders re: multiple sale issues (0.9); calls with company and advisers re: sale issues and approach (0.7).	2,952.00
08/05/16	Gill, J.	1.50	Correspondence on Australian license terminations (0.5); review contracts and telephone call with S. Kaneyasu-Speck regarding same (0.3); review APA for auction improvements and correspond (0.7).	1,545.00
08/05/16	Johnson, D.	0.50	Address timing issues and HSR preparation.	450.00
08/05/16	Agudelo, J.	1.50	Office conference with Ropes team regarding sale process (.8); e-mails with A. McGee regarding sale objection summaries (0.1); telephone conference with same regarding same (0.2); review A. McGee's summary (0.2); e-mail to Opportune team regarding same (0.2).	1,230.00
08/05/16	Alexander, K.	1.60	Office conference with team re pending matters in anticipation of sale, etc. (1.2); confer with team re data room (0.4).	1,384.00
08/05/16	Jenkins, H.	1.70	Attention to finalizing one NDA and emails related thereto (0.4); internal call relating to outstanding tasks and expected roles moving forward (0.8); emails and calls relating to diligence (0.5).	935.00
08/05/16	Kaneyasu-Speck, S.	2.00	Draft and revise escrow agreement (.7); draft email regarding transaction agreement (.5); coordinate contract review process (.3); participate in meeting with R&G team to discuss transaction (.5).	1,640.00
08/05/16	McGee, W.	2.00	Summarize objections to sale motion and cure notice.	1,080.00
08/05/16	Sullivan, J.	0.90	Internal meeting regarding pending tasks and case management and related follow up.	423.00
08/05/16	Waterbury, S.	0.30	Address email correspondence on HSR preparation	217.50
08/05/16	Wheeler, R.	4.50	Review and summarize Agreement Termination Provisions (3.5); draft Email to J. Sullivan summarizing Agreement Termination Provisions (1.0).	1,102.50
08/06/16	Galardi, G.	2.60	Prepare for and lead call re: sale process and update (1.1); follow-up with independent director re: same and schedule (0.5); continue working on sale matrix and strategy for auction (0.3); review and analyze sale objections and summary (0.7).	3,198.00
08/06/16	Agudelo, J.	1.10	Call with client, Opportune team, Houlihan Lokey team regarding sale process (0.6), e-mails with R&G team and client regarding objections to sale (0.2), e-mails with J.	902.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/06/16	Kaneyasu-Speck, S.	0.60	Sturm regarding same sale process (0.3). Participate in internal/external group call to discuss transaction.	492.00
08/06/16	McGee, W.	0.20	Correspondence with R&G team regarding summary of sale and cure objections.	108.00
08/07/16	Galardi, G.	3.90	Review and analyze numerous contracts to determine values for bidders (2.4); work on sale order issues (0.4); begin reviewing case law applicable to objections (0.9); address additional sale matters and emails re: same (0.2).	4,797.00
08/07/16	Agudelo, J.	0.50	Several e-mails with G. Galardi regarding executory contract assumption/rejection issues in connection with upcoming sale.	410.00
08/07/16	Sturm, J.	0.20	Correspondence with J. Gill regarding auction prep	179.00
08/07/16	Sullivan, J.	0.30	Begin review foreign license agreements and draft key considerations breakdown for bidder matrix.	141.00
08/08/16	Galardi, G.	5.30	Calls and re: Hungary leases and employee transition requirements (.9); review of contracts for sale issue and assignment (.6); respond to due diligence requests from bidders (.4); call with potential bidder re: numerous issues (.8); follow-up re: potential bidder requests for information (.4); review cases and begin outline for sale response (1.1); call with Ziff re: sale objections and response (.6); review documents for data room (.5)	6,519.00
08/08/16	Gill, J.	4.80	Telephone call with J. Sturm regarding bidder contract issues (0.4); follow-up emails to deal team (0.3); correspond with HL on billing process and review procedures (0.3); correspondence on bidding matrix, APA and Allure contracts (0.8); sell side contract diligence and correspondence (0.4); correspond with Latham on assets and schedules (0.3); telephone call with HSR team on filing and status (0.4); telephone call with counsel to bidder regarding labor issues (0.6); follow-up correspondence and responses (0.2); telephone calls on Hungary and severance (0.2); correspondence regarding bid process and auction (0.5); post-closing TSA correspondence and research (0.4).	4,944.00
08/08/16	Agudelo, J.	5.40	Confer with RG team, Opportune team regarding bidding matrix (0.1); confer with A. Kranzley of S&C regarding several sale	4,428.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			related issues (0.3); confer with RG team regarding contract questions in connection with sale (2.6); confer with Levine law firm regarding sale motion reply (0.4); confer with TSG reporting regarding court reporter for auction next week (0.3); confer with RG team regarding auction procedure (0.4); confer with RG team, Opportune regarding new bank account needed for deposit accounts (0.7); confer with Prime Clerk regarding sale filings (0.3); confer with RG team regarding addition of documents to data room (0.3).	
08/08/16	Kaneyasu-Speck, S.	0.70	Call to discuss employee issues (.5); call to discuss HSR (.2).	574.00
08/08/16	Sturm, J.	2.00	Call with J. Gill regarding sale bidders matrix (0.5); review agreements in connection with same (1.5).	1,790.00
08/08/16	Sullivan, J.	3.80	Continue review foreign license agreements and draft key considerations breakdown for bidder matrix (3.8).	1,786.00
08/08/16	Walsh, K.	1.80	Revisions to HSR form (.7); coordination with opposing counsel (.5); address filing process with deal team (.3); coordinating 4(c) documents with opposing counsel (.3).	387.00
08/08/16	Waterbury, S.	0.50	Read email correspondence on HSR preparation	362.50
08/08/16	Wheeler, R.	3.00	Modify, review and summarize Agreement Termination Provisions.	735.00
08/09/16	Galardi, G.	3.40	Review APA and begin working on possible provisions for bidders to address (1.3); work on contract and damage issues in APA (.7); calls with bidders re: issues/information (.6); work on lease and employees issues for sale closing (.5); review Union objection (.6); follow-up with Company re: same (.3)	4,182.00
08/09/16	Gill, J.	4.10	Correspondence regarding Hungary personal date (0.2); telephone call with Hungary counsel on lease transfer to bidders and credit support issues (0.5); compile and respond to bidder labor questions (0.3); correspondence and telephone calls regarding insurance brokers and HIPPA information (0.5); correspondence and telephone calls regarding transition services (0.4); correspondence and review of rejection damages (0.3); email correspondence regarding auction items/bidders and information (0.6); telephone call with Holden regarding case	4,223.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/09/16	Agudelo, J.	3.20	estimations for rejection and NWC/APA issues (0.5); office conference with G. Galardi regarding APA revisions for auction bidders and case status (0.5) finalize rejection damages and review summary (0.3). Confer with AOL counsel, Opportune team regarding AOL cure objection (0.5); confer with Opportune team regarding Google cure objection (0.2); confer with G. Galardi, J. Gill, Hudson insurance company counsel, Opportune team regarding queries on possible contract assumption (1.3); telephone conference with G. Zipes regarding new bank account for bid deposits (0.2); confer with G. Galardi regarding same (0.2); confer with RG team, Prime Clerk team regarding sale filings, next steps (0.8).	2,624.00
08/09/16	Jenkins, H.	1.30	Attention to calls related to the winding down services agreement and the impact of privilege (1.3).	715.00
08/09/16	Sullivan, J.	7.20	Review additional foreign license agreements and draft key considerations breakdown for bidder matrix (4.2); update summary of initial foreign licenses reviewed summaries (1.2); reply to contracts request from M. Wu (counsel to Ziff Davis) (.8)	3,384.00
08/09/16	Walsh, K.	1.00	Communication with opposing counsel re: filing (.2); preparation of documents (.8).	215.00
08/10/16	Galardi, G.	3.40	Continue work on sale matters re: contracts and possible claims (0.7); office conference with J. Gill regarding sale (0.4); call with stalking horse (0.9); work on requested APA changes (0.7); address Hungarian sale issues (0.4); emails with alternative bidders (0.3).	4,182.00
08/10/16	Gill, J.	7.50	Email Opportune regarding bid improvements (0.4); correspondence with Hungary about sale (0.3); office conference with G. Galardi regarding sale process and closing (0.4); telephone call with Opportune regarding bid matrix (1.20); correspondence to litigators regarding privilege issues (0.3); telephone call with Hungary counsel regarding process (0.4); telephone calls with S & C regarding APA issues (0.8); telephone call with S & C regarding case cost/leases (0.4); TSA/Winddown agreement precedent review (0.5); draft APA riders for bidders (2.80).	7,725.00
08/10/16	Johnson, D.	0.80	Review of opposing counsel form.	720.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/10/16	Agudelo, J.	5.40	Office conference with RG team regarding sale/auction process (1.4); confer with M. Weinberg regarding task list (0.2); review Writers Guild objection (0.3); confer with K. Alexander regarding same (0.1); confer with T. Czebiniak regarding record at USPTO (0.2); confer with H. Kim and litigation team regarding data room documents (0.9); confer with J. Sturm regarding sale reply supporting materials (0.3); confer with US Trustee's office, Opportune team regarding bank account opening (0.3);begin drafting sale reply (1.7).	4,428.00
08/10/16	Jenkins, H.	4.20	Attention to R&G team call regarding bidder matrix coordination (.9); discussions with J. Gill about the draft transition services agreement (.4); emails and coordination relating to the preparation of the auction (.6); discussions with Hungarian counsel involving tax issues relating to the sale of assets (.3); call about contract grids(1.1); follow up call and conversation with Hungarian counsel and edits to APA (.9).	2,310.00
08/10/16	Kaneyasu-Speck, S.	5.80	Call with team to discuss bidder matrix (0.5); call to coordinate transaction (0.8); review transition service agreement precedents and draft and revise transition services agreement (4.5).	4,756.00
08/10/16	McGee, W.	0.70	Revise chart related to objections to sale motion and cure notice.	378.00
08/10/16	Sturm, J.	2.80	Call with J. Gill regarding sale bidders matrix (0.3); review agreements in connection with same (0.5); call with Opportune team regarding same (0.7); review Opportune lease rejection calculations (0.5); correspondence with J. Gill and Opportune team regarding same (0.5); call with SullCrom attorneys regarding calculation (0.3)	2,506.00
08/10/16	Sturm, J.	0.70	Correspondence with J. Gill and S. Kaneyasu-Speck regarding TSA for sellers (0.2); research regarding same (0.5)	626.50
08/10/16	Sullivan, J.	5.80	Call regarding Bidder matrix (1.0); emails regarding data room access for second lien documents (0.2); Review bidder matrix and summaries of foreign license contracts (0.7); call regarding bankruptcy proceeding (0.5); emails regarding data room access for second lien documents (0.4); review bidder matrix and summaries of foreign license	2,726.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/10/16	Walsh, K.	1.20	contracts (3.2). Revisions to HSR Form.	258.00
08/10/16	Walsh, K.	0.30	Communication with opposing counsel re: filing timeline.	64.50
08/10/16	Waterbury, S.	0.50	Read email correspondence on HSR preparation (0.2); call with deal team regarding HSR process in bankruptcy (0.3)	362.50
08/11/16	Galardi, G.	1.50	Calls re: sale status and issues with potential purchasers (0.6); continue working on transition issues and contract (0.5); begin reviewing various requested APA changes (0.4).	1,845.00
08/11/16	Gill, J.	6.80	Correspond with Hungary regarding lease (0.4); telephone call with HL on bidding process (0.6); correspondence on insurance broker conversations (0.3); telephone call with Opportune on NWC (0.6); correspond with GMLLC regarding EEO filing, review website (0.2); drafting revisions to APA (1.0); office conference with S. Kaneyasu-Speck regarding same (0.7); drafting TSA services and research privilege issue (2.5); draft correspondence on sale issues (0.5).	7,004.00
08/11/16	Johnson, D.	1.30	Discuss documentary requirements for HSR form with K. Walsh and certification statement and review of interpretations re: same.	1,170.00
08/11/16	Agudelo, J.	8.90	Continue drafting sale reply (5.3); emails with R&G team throughout day regarding questions and edits to same (1.1); confer with H. Kim regarding document review for data room uploads (1.0); confer with Opportune team, AOL attorney regarding AOL cure objection (1.2); confer with K. Hollingsworth regarding bid procedures order request (0.1); confer with A. Kranzley of S&C regarding employee census issues (0.2).	7,298.00
08/11/16	Dasaro, S.	4.00	Analyze case law and draft response to objection to sale (3.0); turn edits and confer with RG team multiple times regarding same (1.0).	2,540.00
08/11/16	Jenkins, H.	1.40	Continue drafting transition services agreement (1.4).	770.00
08/11/16	Kaneyasu-Speck, S.	4.00	Draft and revise APA riders and transition services agreement (2.3); coordinate data room document posting (1.0); office conference with J. Gill regarding APA revisions (0.7).	3,280.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/11/16	Sturm, J.	3.20	Correspondence with G. Galardi regarding bidder matrix (0.2); revise draft reply to sale objections (2.0); research regarding 1113 objection of WGAE (0.7); review draft APA riders (0.3).	2,864.00
08/11/16	Sullivan, J.	1.60	Review assumed contract list and communication related to same (1.3); emails regarding data room access for second lien documents (0.3).	752.00
08/11/16	Walsh, K.	0.60	Preparation of signature pages for client.	129.00
08/11/16	Walsh, K.	1.40	Finalizing HSR form.	301.00
08/11/16	Callahan, M.	0.90	Manage Hart Scott Rodino documentary attachments per K. Walsh (0.5); revise same regarding FTC label requirements (0.3); format client spreadsheet regarding same (0.1).	279.00
08/12/16	Galardi, G.	1.90	Review and comment on form sale order (.3); review and analyze contract designation and issues (.8); follow-up re: Bid matrix changes (.4); emails and calls with Client and advisers re: sale process (.4).	2,337.00
08/12/16	Gill, J.	3.40	Telephone call with S & C regarding rejection damages (0.4); correspondence regarding CAA claim (0.2); telephone call with Opportune and H.L. regarding bidder matrix update call (1.0); telephone call and follow-up on TSA and privilege issues (0.8); modify APA riders for G. Galardi's comments (0.5); and telephone call with Committee on bid process (0.5).	3,502.00
08/12/16	Burke, T.	1.80	Assistance in drafting of transition and assistance provisions in transaction documents.	1,530.00
08/12/16	Johnson, D.	1.00	Review and comment on HSR filing, affidavit language (0.8); discussions with K. Walsh re: filing (0.2).	900.00
08/12/16	Agudelo, J.	5.00	Confer with R&G team, Opportune team regarding DIP lender's consent for new bank account to house bid deposit (0.6); review e-mails regarding third party correspondence sent to Ziff Davis (0.2); confer with Houlihan Lokey team regarding employee census (0.2); confer with AOL attorney, Opportune team on AOL objection to cure amount (1.0); e-mails to A. Kranzley of S&C and G. Galardi regarding same (0.2); confer with H. Kim regarding additional documents for data room (0.3); confer with G. Galardi, Superdry counsel regarding sublease issues in context of sale objection	4,100.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(0.6); review closing designated contract list provided by Ziff (0.2); confer with RG team regarding same (0.8); confer with Opportune team, Houlihan Lokey teams regarding same (0.9).	
08/12/16	Jenkins, H.	0.80	Revise transition services agreement and calls and emails related thereto.	440.00
08/12/16	Kaneyasu-Speck, S.	1.80	Call regarding contract matrix (.8); draft and revise transition services agreement (.5); coordinate posting of contracts for data room (.5).	1,476.00
08/12/16	Sturm, J.	0.60	Review draft wind down services agreement (0.2); review G. Galardi revisions to Sale Motion Reply (0.4).	537.00
08/12/16	Sullivan, J.	4.70	Call with Opportune regarding Bidder matrix (1.0); communication with R&G team related to posting of all cure notice agreements to the data room (0.7); download contracts and email to M. Zelina (representing Univision) (2.1); attention to bidder matrix contract review (1.3); communication related to posting of all cure notice agreements to the data room (0.3).	2,209.00
08/12/16	Walsh, K.	2.30	Preparation of filing and coordination with local counsel (2.3); completing filing with agencies (0.7).	494.50
08/12/16	Walsh, K.	0.70	Completing filing with agencies.	150.50
08/12/16	Waterbury, S.	0.50	Review HSR and send comments to K. Walsh.	362.50
08/12/16	Callahan, M.	2.50	Revise attachments to Hart Scott Rodino form per K. Walsh (0.6); review HSR form for accuracy and consistency (0.3); respond to filing questions from DC office (0.4); coordinate same regarding revisions to FTC and DOJ production sets (0.2); manage documents filed with FTC (0.3); draft attorney working binder regarding same (0.4); draft HSR file index (0.3).	775.00
08/13/16	Galardi, G.	5.90	Review and revise sale order (.6); work on issues re: Sale contracts and assignment/valuation (.9); calls and emails re: with bidding parties re: numerous sale questions and bidding issues (.7); work on riders to Sale order (.6); address various sale notice issue (.4); review objections to sale and revise sale response (2.7)	7,257.00
08/13/16	Agudelo, J.	11.10	Confer with G. Galardi regarding sale reply (0.3); revise same (0.9); confer and revise with S. Dasaro, A. McGee same based on research (1.9); confer with client and	9,102.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			Opportune team regarding same (0.4); confer with K. Bolger regarding same (0.5); revise sale reply (4.9); confer with Opportune team regarding Google objection to cure amount (0.3); confer with RG team regarding APA deadlines (1.3); confer with A. Kranzley of S&C and RG team regarding revised sale order (0.6).	
08/13/16	Dasaro, S.	2.50	Draft portion of sale reply brief, and legal research related to same.	1,587.50
08/13/16	Jenkins, H.	1.20	Revise winding down services agreement and emails related thereto.	660.00
08/13/16	McGee, W.	3.70	Confer with S. Dasaro regarding notices (0.2); draft notice of sale order (0.5); research related to payment of cure amounts in connection with sale (0.5); confer with S. Dasaro regarding the same (0.1); revise various notices (2.4).	1,998.00
08/13/16	Sturm, J.	0.70	Review correspondence among Ropes team, Houlihan, Gawker regarding sale process issues (0.5); correspondence with J. Agudelo regarding same (0.2).	626.50
08/14/16	Galardi, G.	5.40	Call with committee professionals re: sale process and bid matrix (.7); follow-up responses to emails and questions from same (.4); call with potential bidder re: matrix and various APA issues (.8); call with Ziff Davis re: bid matrix and issues (.5); follow-up re: revisions to sale order and related documents (.7); work on APA inserts and changes (.9); calls and emails with client re: sale process and issues (.6); work on sale response (.8).	6,642.00
08/14/16	Agudelo, J.	8.70	Attend telephone conference with Committee, RG team, Houlihan Lokey team, Opportune team regarding sale status (0.7); confer with RG team regarding APA deadlines (0.3); confer with A. Kranzley of S&C regarding assumption notice issues (0.7); confer with RG team regarding same (0.4); confer with Superdry counsel regarding objection to sale (0.3); revise sale reply (2.7); confer with RG team regarding same (0.6); draft list of 20 possible filings this week with service designations for Prime Clerk (1.8); confer with RG team regarding same (0.4); confer with B. Tong of Schulte, RG team regarding auction (0.3); confer with J. Sturm regarding additional preparation of documents in support of sale (0.5).	7,134.00

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/14/16	Dasaro, S.	2.50	Draft various notices related to sale.	1,587.50
08/14/16	McGee, W.	8.00	Research related to sale and cure payments (1.0); draft notice of declaration related to the sale (1.8); confer with J. Agudelo regarding the same (0.2); research related to assumption of contracts (0.8); confer with S. Dasaro regarding notices (0.2); draft Assumption Notice (0.7); draft notices of declaration (0.8); implement edits to various notices (1.6); correspondence with team regarding same (0.2); additional revisions to the same (0.7).	4,320.00
08/14/16	Sturm, J.	4.00	Call with J. Agudelo regarding sale process and supporting declarations (0.5); draft supporting declarations (3.5).	3,580.00
08/15/16	Alperovich, A.	2.50	Review of transaction schedules.	2,250.00
08/15/16	Galardi, G.	7.10	Work on outline and bid matrix for auction (1.9); office conference with R. Martin regarding bidding process (0.3); review and analyze UNV bid (2.1); post-board call work re: auction and issues, including calls with client re: strategy (0.8); calls with counsel to UNV re: numerous issues, including APA provision and sale order (1.1); address various filings in connection with bid (0.2); calls and emails with Ziff Davis re: bids and next steps (0.4); review Fifth Avenue response (0.3).	8,733.00
08/15/16	Gill, J.	11.20	Draft winding-down services agreement and correspondence (0.4); office conference with corporate team on sales process (0.5); further correspondence regarding bids, attendees, deposits, and process (0.9); review Univision bid package (1.2); discussions relating to posts bring down as CP to closing and CBA issues (1.0); telephone call with Gawker Board (1.0); telephone call with Creditors Committee (1.0); follow-up with Houlihan (0.5); generate and send to UVN material issue email (2.0); analysis of related bid issues (0.5). correspondence regarding bids and auctions (0.3); correspondence regarding Future Publishing with Opportune (0.3); follow-up regarding same (0.3); questions on insurance policy disclosure (0.3); telephone calls and correspondence regarding Hungary VAT (0.5); review board actions and resolutions on Gawker sale and discuss with Sullivan and J. Sturm (0.8).	11,536.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/15/16	Martin, D.	0.30	Office conference with G. Galardi re status of bids.	351.00
08/15/16	Johnson, D.	0.50	Analyze application of Univision's previous HSR filing to current process.	450.00
08/15/16	Agudelo, J.	6.60	Confer with Opportune team, AOL attorney regarding AOL cure objection (0.7); confer with Opportune team regarding employee benefit issues (0.4); confer with Opportune team, S&C team regarding contracts (0.5); confer with RG team regarding revising sale order (0.9); review additional notices prepared by A. McGee and comment on same (0.4); review landlord objection to sale (0.8); briefly review Univision bid package (0.4); confer with RG team regarding same (1.2); confer with J. Sturm regarding declarations in support of sale (0.3); confer with Opportune team and Unimerica counsel regarding Unimerica objection (0.5); draft bid procedures order related correspondence and circulate same to notice parties (0.3); confer with DIP lender counsel regarding auction (0.2).	5,412.00
08/15/16	Cormier, J.	1.60	Review and provide comments on purchase agreement.	1,224.00
08/15/16	Dasaro, S.	1.00	Work on sale order.	635.00
08/15/16	Durrette, E.	1.10	Review IP related provisions of Unimoda APA mark-up and IP assignment agreements.	764.50
08/15/16	Jenkins, H.	3.60	Review and analyze Univision markup of the Asset Purchase Agreement (1.8); board meeting discussing the new bid (1.0); emails and calls coordinating ongoing diligence (0.8).	1,980.00
08/15/16	Kaneyasu-Speck, S.	5.50	Board call (1); review, summarize issues regarding and discuss bid submission (4.5).	4,510.00
08/15/16	McGee, W.	0.60	Follow-up correspondence regarding notice of revised proposed order (.1); review objection to assumption and assignment of lease through sale (.3); summarize the same (.2).	324.00
08/15/16	Rosa, C.	0.90	Review, provide benefits comments on transaction documents.	729.00
08/15/16	Sturm, J.	1.70	Drafting declarations in support of sale (1.2); correspondence with J. Gill and J. Sullivan regarding corporate governance materials relating to same (0.5).	1,521.50
08/15/16	Sullivan, J.	6.70	Email with R&G team regarding N. Denton consulting agreement (0.3); communication with R&G team regarding auction attendees	3,149.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			and auction process (1.4); review documents to be posted to data room and communication related to same (2.2); review and email communication with R&G team related to Future Publisher contracts (2.8).	
08/15/16	Callahan, M.	0.20	Revise Hart Scott Rodino final binder regarding FTC and DOJ filing receipts.	62.00
08/16/16	Alperovich, A.	2.00	Comment regarding schedules, purchase agreement.	1,800.00
08/16/16	Galardi, G.	12.30	Complete review of Univision offer (1.3); meetings with bidders re: APA issues (4.3); conduct auction and meetings (5.6); address post-auction changes to sale order, APA documents and other matters (1.1)	15,129.00
08/16/16	Gill, J.	10.10	Correspond regarding HSR appeals for UVN (0.3); prepare lease termination value discussion (0.4); correspond with G. Galardi and client on left behind posts (0.4); correspondence with Ebb and G. Galardi on CBA application on editorial (0.4); correspondence on material revenue generator reps (0.2); attend Gawker auction and various break out meetings on bidding matrix, lease valuation, drafting agreed and APA revisions (5.60); review and revise APA schedules following auction (2.20); follow-up with specialty on changed terms and disclosures (0.6).	10,403.00
08/16/16	Martin, D.	0.60	Office conference with Ropes team and client regarding sale status, and discuss with committee counsel.	702.00
08/16/16	Johnson, D.	1.50	Inquire with FTC regarding reporting issues (0.5); review APA provision and follow up with RG team re: same (0.4); call with Baker Botts to discuss HSR issue (0.6).	1,350.00
08/16/16	Agudelo, J.	12.00	Confer with RG finance team regarding sale closing timeline (0.4); review agenda for Thursday sale hearing (0.2); confer with S. Dasaro regarding same (0.2); revise Fifth Avenue lease stipulation (0.4); e-mail to counsel for Fifth Avenue landlord regarding same (0.2); revise sale order (0.4); coordinate filing of same with RG team (0.3); confer with AOL attorney, Opportune team, RG team regarding AOL objection to cure notice (0.9); revise sale reply (2.3); confer with A. McGee regarding research for same (0.3); telephone conferences with counsel for Superdry regarding same and prepare for calls (0.6); confer with Google	9,840.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			attorney, Opportune team, RG team regarding Google objection to cure notice (1.4); confer with Fastly counsel regarding resolution of cure objection (0.2); confer with Latham team, G. Galardi, S. Dasaro regarding sale order (0.8); edit notice of successful bidder (0.4); coordinate filing of same (0.3); confer with TSG regarding court reporter, auction transcript (0.4); review auction transcript (0.4); e-mails with G. Galardi regarding same (0.2); e-mails with RG team regarding assumption notices (0.2); review APA in connection with same (0.3); attend portion of auction (1.2).	
08/16/16	Alexander, K.	1.50	Attend auction.	1,297.50
08/16/16	Cormier, J.	1.80	Update disclosure schedules.	1,377.00
08/16/16	Dasaro, S.	1.50	Work on sale order and confer with J. Agudelo regarding same (1.5).	952.50
08/16/16	Jenkins, H.	9.70	Attention to the Gawker auction proceedings (2.3); edits to the APA to conform to the auction discussions (2.6); edits to the stalking horse disclosure schedules (1.6); calls and emails with R&G team relating to auction updates (0.9); discussions with client relating to proposed changes (0.4); internal discussions with J. Gill about next steps and markups to the winding up services agreement (1.1).	5,335.00
08/16/16	Kaneyasu-Speck, S.	8.20	Participate in auction process (4.2); draft and revise asset purchase agreement and related transaction documents (4.0).	6,724.00
08/16/16	McGee, W.	2.20	Correspondence with R&G team regarding successful bidder notice (0.2); revise the same (0.4); prepare notice of revised proposed sale order for filing (0.3); research related to assignment of contracts through sale (1.3).	1,188.00
08/16/16	Rosa, C.	2.50	Review and advise R&G team on transaction documents.	2,025.00
08/16/16	Sturm, J.	2.10	Discussion with Ropes team and advisors regarding valuation of Fifth Avenue lease bids (0.3); review sale order (0.4); prepare declarations in support of sale (1.4).	1,879.50
08/16/16	Sullivan, J.	7.10	Office conference with R&G team regarding status of bids and auction process (0.8); office conference with Houlihan and Gawker teams regarding updates to Univision APA and disclosure schedules (0.9); coordination of auction breakout rooms and meeting logistics (2.2); attend auction (0.5); update	3,337.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/16/16	Weinberg, M.	0.70	Ziff Davis disclosure schedules to relate to Univision APA and email communication related to the same (2.3); compose revisions to Univision summary document (0.2); communication with court reporter (0.2). Compile exhibits, e-file and coordinate service of revised proposed sale order (0.4); e-file and coordinate service of notice of successful bidder (0.2); emails with team regarding upcoming filings (0.1).	199.50
08/17/16	Alperovich, A.	1.00	Benefits analysis regarding updated transaction agreements.	900.00
08/17/16	Galardi, G.	9.70	Review and follow-up re: Univision APA changes (2.4); work on sale order revisions, including issues with Committee and others (1.6); work on witness declarations (1.8); address outstanding objections and issues with Univision counsel (0.9); work on assumption and notice matters (0.7); address Kinja dissolution and other issues (0.9); begin preparation of outline for sale hearing (0.9); finalize sale reply (0.8); address motion to seal and emails with UST (0.6).	11,931.00
08/17/16	Gill, J.	5.60	Finalize APA and schedules and correspondence related to same (1.3); correspondence regarding Ziff expense reimbursement (0.4); telephone conference with Latham and O'Melveny regarding finalizing APA schedules and draft revised sections and recirculate (1.6); revisions to APA draft ballots with Shaw for hearing (0.4); attend tax call with Istvan (1.0); review Sale Order, telephone conference with Galardi regarding APA (0.9).	5,768.00
08/17/16	Martin, D.	0.50	Evaluated strategy for sale to closing	585.00
08/17/16	Agudelo, J.	11.60	Edit reply in support of sale motion (1.1); confer with M. Weinberg regarding filing of same (0.1); confer with RG team regarding same and client comments to same (0.8); confer with Google counsel, Opportune team regarding Google objection to sale motion and resolution of same (1.0); confer with Unimerica counsel, G. Galardi regarding Unimerica objection to sale motion (0.7); edit motion to file redacted transcript (0.3); office conference with S. Dasaro regarding same (0.2); confer with Superdry counsel, G. Galardi regarding Superdry objection to sale motion (0.4); review redacted transcript (0.1); confer with RG team regarding	9,512.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			revisions to APA (0.6); coordinate with R&G team on filing of same with bankruptcy court (0.3); confer with RG team regarding closing designated contract list (0.5); confer with Latham team, A. McGee regarding edits to same (1.3); revise sale order (2.0); draft exhibits in respect of same (1.7); confer with RG team regarding same (0.9).	
08/17/16	Cormier, J.	0.70	Follow up correspondence with team regarding disclosure schedules.	535.50
08/17/16	Jenkins, H.	5.70	Revise APA (.9); edits to the disclosure schedules in connection with Univision signing (1.9); coordination of signature pages (.3); edits to ancillary transfer documents (1.5); calls relating to final document edits (1.1).	3,135.00
08/17/16	Kaneyasu-Speck, S.	5.00	Call with UNV counsel to discuss asset purchase agreement (1.0); draft and revise asset purchase agreement, schedules and exhibits (2.0); coordinate delivery of information to buyer's counsel (1.0); draft summary of asset purchase agreement changes (1.0).	4,100.00
08/17/16	McGee, W.	2.10	Draft assumption notice for successful bidder (.6); review application to file redacted transcripts (.3); revise master list of assumed contracts (.6); draft notice for successful bidder APA (.5); correspondence with team regarding the same (.1).	1,134.00
08/17/16	Rosa, C.	0.50	Review and comment internally on benefits issues in transaction documents.	405.00
08/17/16	Sturm, J.	2.80	Revisions to Declarations in Support of Sale Motion (1.5); office conference with G. Galardi regarding same (0.3); Review sale order regarding same (0.5); assist G. Galardi in preparing argument for approval of sale order (0.5).	2,506.00
08/17/16	Sullivan, J.	0.70	Email communication related to finalized APA (.3); emails related to disclosure schedules consolidated revenue per customer chart and employee matters (.4)	329.00
08/17/16	Weinberg, M.	2.50	Redact auction transcript (0.1); compile application to file redacted transcript (0.2); gather and save transcript to system (0.1); e-file and coordinate service of seal motion and notice of filing of transcript (0.3); emails with S. Dasaro regarding sending same to chambers (0.1); finalize, e-file, and coordinate service of sale reply (0.2); assist	712.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			J. Agudelo with compiling notice of APA and notice of contract list (1.0); e-file and coordinate service of same (0.5).	
08/18/16	Galardi, G.	0.90	Post-Hearing work on various APA and closing issues including Gawker.com	1,107.00
08/18/16	Gill, J.	4.50	Respond to questions on employee offers, employee agreements (0.4); finalize APA schedules (0.7); telephone conference with client regarding same (0.2); telephone conference with Assertion (0.3); attend Court for Sale hearing (2.0); discuss/email litigation compensation schedules (0.4); press release correspondence (0.3); correspondence on revised intercreditor notes (0.2).	4,635.00
08/18/16	Agudelo, J.	2.20	Office conference with RG team regarding sale order, next steps (0.5); telephone conference with M. Zelina of Latham regarding next steps (0.3); revise sale order and exhibits (1.1), confer with RG team regarding same (0.3).	1,804.00
08/18/16	Jenkins, H.	3.10	Attention to finalizing signing documents including gathering signature pages and compiling execution versions (2.8); emails regarding steps forward and outstanding tasks (.3).	1,705.00
08/18/16	Kaneyasu-Speck, S.	0.30	Coordinate delivery of information to buyer (.3).	246.00
08/18/16	Sturm, J.	1.10	Correspondence with G. Galardi and R. Snellenbarger regarding sale declarations (0.6); assist G. Galardi in preparing argument for approval of sale order (0.5).	984.50
08/18/16	Sullivan, J.	0.80	Review and Compile final disclosure schedules (.8)	376.00
08/19/16	Galardi, G.	0.80	Address Gawker.com inquiries and status (.4); emails and call with Committee counsel re: same (.2); call with client re: same (.2)	984.00
08/19/16	Gill, J.	2.20	VAT in Hungary, going concern call with Hungarian counsel (1.2); correspond with Committee about Denton non compete (0.4); case caption correspondence (0.3); correspondence regarding Columbus Nova closing actions (0.3).	2,266.00
08/19/16	Martin, D.	0.40	Analysis regarding sale process to closing.	468.00
08/19/16	Agudelo, J.	1.70	Confer with counsel for Committee, landlord, Univision, UST regarding proposed order comments (0.4); confer with R&G team regarding same (0.3); revise order (0.4); office conferences with S. Dasaro regarding same (0.3); telephone	1,394.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/19/16	Kaneyasu-Speck, S.	0.50	conference with R. Martin, client regarding asset transfer issues (0.3).	410.00
08/20/16	Martin, D.	0.30	Coordinate buyer questions regarding employees file with buyer's counsel and R&G team.	351.00
08/20/16	Agudelo, J.	0.70	Develop strategy regarding excluded asset issue.	574.00
08/21/16	Martin, D.	0.50	Prepare proposed sale order and redline for Chambers (0.5); e-mail to Chambers regarding same (0.2).	585.00
08/22/16	Galardi, G.	0.30	Telephone conference with client regarding gawker.com excluded asset potential dispositions and interested party contacts (0.3); email with same regarding same (0.2).	369.00
08/22/16	Gill, J.	1.60	Review assumption notice (.1); follow-up re: Gawker election (.2)	1,648.00
08/22/16	Martin, D.	1.90	Correspondence with client regarding press (0.4); correspondence with client regarding non-compete (0.2); review reported motion on non-compete (0.2); correspond with P. Welsh on privilege in sale (0.3); review sales order as entered and correspond internally (0.5).	2,223.00
08/22/16	Agudelo, J.	2.50	Address closing issues re posts and litigation with client (0.5); follow-up analysis re same (1.4).	2,050.00
08/22/16	McGee, W.	0.90	Confer with RG team regarding proposed sale order (0.6); telephone conference with chambers regarding same (0.1); review order as entered (0.6); confer with RG team regarding same (0.7); confer with Latham team regarding assumption notice (0.2); review and confer with RG team regarding same (0.3).	486.00
08/22/16	Sullivan, J.	1.40	Draft notice of entry of sale order.	658.00
08/23/16	Galardi, G.	0.70	Respond to univision contract request (1.0); email communication related to same (0.4).	861.00
08/23/16	Gill, J.	3.30	Review sale order (.2) call re: same and changes (.2); follow-up re: Gawker.com (.3)	3,399.00
			Emails and correspondence with Committee counsel, Denton counsel on non-compete, last post, etc. (0.7); email and telephone call with P. Welsh on privilege issues ((0.8); telephone call with Martin on privilege, IP strip, etc. (0.5); telephone call with Heather D. on Gawker.com assets (0.5); follow-up emails and APA review, correspond with Latham on Sale Order and related correspondence (0.5); and office conference with S. Kaneyasu-Speck and H. Jenkins on	

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/23/16	Martin, D.	1.20	privilege, etc. (0.3). Further analysis of sale closing progress, and excluded asset issues	1,404.00
08/23/16	Agudelo, J.	0.80	Confer with RG team regarding sale order (0.5); revise notice of entry of sale order (0.2); confer with A. McGee regarding same (0.1).	656.00
08/23/16	Cianci, M.	1.40	Meeting with P. Welsh re common interest agreement governing privileged materials and re privilege sequestering effort (0.2); correspondence re precedent scenario re same (0.1); review background materials re same (0.8); correspondence with J. Gill re same (0.3).	1,071.00
08/23/16	Kaneyasu-Speck, S.	0.50	Email correspondence with internal team regarding transaction.	410.00
08/23/16	McGee, W.	0.60	Revised notice of entry of sale order.	324.00
08/23/16	Sullivan, J.	0.50	Attention to Univision contract request	235.00
08/24/16	Galardi, G.	0.30	Follow-up re: sale issues and order	369.00
08/24/16	Gill, J.	3.00	Address expense reimbursement for stalking horse (0.3); telephone call with M. Cianci regarding preservation of privilege (0.5); follow-up on closing issues with corporate team (0.4); telephone call regarding client IT issues (0.5); correspondence regarding closing and pay-offs (0.4); correspondence with R&G team regarding outsources and services (0.4) and review Hungarian tax issues (0.5).	3,090.00
08/24/16	Martin, D.	0.50	Telephone call with client regarding sale closing process and issues.	585.00
08/24/16	Agudelo, J.	1.80	Confer with RG team regarding sale order (0.4); confer with Prime Clerk regarding service of same (0.4); confer with A. McGee regarding notice of sale order (0.1); review same (0.1); edit assumption notice (0.3); confer with M. Zelina of Latham regarding same (0.2); confer with M. Weinberg regarding filing of same and notice of entry of sale order (0.3).	1,476.00
08/24/16	Cianci, M.	1.30	Call with J. Gill re common interest agreement governing privileged materials and re privilege sequestering effort (0.5); prep for same (0.3); pulling potential precedent to govern sequestering effort (0.3); correspondence with S. Raux re same. (0.2).	994.50
08/24/16	Jenkins, H.	0.70	Attention to internal calls and emails regarding the Gawker preservation strategy in connection with the closing (.7).	385.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/24/16	Kaneyasu-Speck, S.	5.40	Assemble chart of deadlines (0.9); call with R&G team to discuss privilege matters (0.5); draft common interest agreement (4.0).	4,428.00
08/24/16	McGee, W.	0.50	Revise notice of entry of sale order.	270.00
08/24/16	Weinberg, M.	0.20	E-file and coordinate service of notice of sale order and notice of sale transaction.	57.00
08/25/16	Gill, J.	4.00	Correspondence regarding non-compete (0.4); revisions to common Internet agreement (0.6); closing correspondence and calls regarding same with R&G team (0.4); closing call with LW, OMM (0.8); follow-up with deal team (0.2); telephone call on IT issues with Gawker and Opportune (0.8); follow-up (0.3); and follow-up review questions, privilege (0.5).	4,120.00
08/25/16	Cianci, M.	3.10	Revising common interest agreement governing privileged materials (2.8); call/correspondence with S. Kaneyasu-Speck re same (0.3).	2,371.50
08/25/16	Kaneyasu-Speck, S.	5.10	Call to discuss checklist (0.6); discuss requirements under asset purchase agreement (1.0); draft and revise common interest agreement (1.7); call/correspondence with M. Cianci regarding same (0.3); draft and revise winding-down services agreement (1.5).	4,182.00
08/26/16	Galardi, G.	0.40	Address sale issues re: gawker.com and related sites	492.00
08/26/16	Gill, J.	1.40	Telephone call with R. Martin regarding Gawker.com (0.2); telephone call with client on Gawker.com (0.6); telephone call with Latham and OMM regarding Gawker.com (0.6).	1,442.00
08/26/16	Martin, D.	0.50	Email N. Baker re non-compete; telephone call with W. Holder re sale closing status and non-compete issue.	585.00
08/26/16	Agudelo, J.	0.90	Review affidavits of service relating to sale related notices (0.4); confer with Prime Clerk team regarding same (0.5).	738.00
08/26/16	Cianci, M.	0.70	Reviewing revised common interest agreement governing privileged materials (0.3); call/correspondence with S. Kaneyasu-Speck re same (0.4).	535.50
08/26/16	Kaneyasu-Speck, S.	1.70	Call to discuss IP sale issues with client (0.4); call to discuss IP sale issues with buyer's counsel (0.6); draft summary of call for client (0.2); draft and revise winding down services agreement (0.3); call with S. Cianci regarding common interest agreement (0.2).	1,394.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/27/16	Martin, D.	1.20	Telephone call with H. Dietrick re Denton non-compete (.5); analysis of gawker.com excluded asset structure (.7).	1,404.00
08/28/16	Gill, J.	0.50	Telephone call regarding Gawker.com (.2); address issues with Gawker IT, management and Opportune and Ropes (.3).	515.00
08/28/16	Agudelo, J.	0.20	Confer with R. Martin, S. Kaneyasu-Speck regarding APA dates.	164.00
08/28/16	Kaneyasu-Speck, S.	0.50	Call to discuss IP sale issues with client.	410.00
08/29/16	Agudelo, J.	2.00	Confer with RG team regarding new list of accept contracts (0.6); confer with M. Zelina of Latham regarding same (0.1); confer with RG team regarding IP due diligence (1.0); confer with client regarding same (0.3).	1,640.00
08/29/16	Jenkins, H.	1.80	Attention to the escrow agreement and KYC matters related thereto (.9); discussions involving the excluded assets (.8).	990.00
08/29/16	Kaneyasu-Speck, S.	3.30	Call with Hungary counsel to discuss transaction (0.4); coordinate delivery of requested information to buyer (1.5); review winding-down services agreement and common interest agreement and send the same to buyer's counsel (0.6); review stalking horse invoices (0.4); discuss intellectual property issues with internal team (0.4).	2,706.00
08/29/16	Callahan, M.	0.10	Manage FTC Correspondence regarding receipt of Hart Scott Rodino filing.	31.00
08/29/16	Callahan, M.	0.20	Revise HSR tracking spreadsheet and revise hard copy and electronic final binders.	62.00
08/30/16	Galardi, G.	1.90	Call re: sale order with UNV counsel (.2); follow-up re: same (.1); calls and emails re: gawker.com election issues (.6); attend call on various closing issues (.6); follow-up re: contract matters (.4)	2,337.00
08/30/16	Martin, D.	1.50	Revisions to structure of excluded asset basket (0.8); analyzed negotiating dynamics (0.7).	1,755.00
08/30/16	Burke, T.	1.10	Revisions to provisions regarding excluded assets and transition support (0.8); calls to discuss (0.3).	935.00
08/30/16	Agudelo, J.	3.60	Confer with RG team regarding new list of accept contracts (1.4); confer with Opportune team regarding same (0.3); confer with Latham team regarding same (0.4); reply to sale query from Mediagene (0.2); reply to sale query from Unimerica (0.3); confer with T. Czebiniak regarding IP due diligence issues (0.3); review summary prepared by T. Czebiniak regarding IP due	2,952.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			diligence (0.4); confer with client regarding same (0.3).	
08/30/16	Cianci, M.	0.10	Coordination for call with Williams & Connolly re common interest agreement governing privileged materials.	76.50
08/30/16	Jenkins, H.	1.50	Calls with buyer's counsel regarding transitioning Gawker (0.8); call regarding closing checklist and status related thereto (0.7).	825.00
08/30/16	Kaneyasu-Speck, S.	2.50	Call with buyer and buyer's counsel to discuss transition matters (0.5); call with buyer's counsel to discuss closing checklist (0.5); confer with internal teams and coordinate transaction (1.5).	2,050.00
08/30/16	Kim, H.	1.70	Review additional contracts in connection with Univision request for assignment of contracts, per J. Agudelo.	799.00
08/31/16	Galardi, G.	3.60	Review and respond to numerous emails re: closing issues and possible exclusion of Gawker.com (.9); develop strategy re: same (.6); participate in client call re: Gawker.com issues and transition (.8); call with UNV and client re: gawker.com issues (.8); counsel call re: gawker.com (.6); follow-up re: issues and transition (.5).	4,428.00
08/31/16	Martin, D.	2.20	Analysis and structuring of excluded asset basket for gawker.com.	2,574.00
08/31/16	Agudelo, J.	0.20	Confer with S. Kaneyasu-Speck regarding corporate name changes in connection with sale.	164.00
08/31/16	Cianci, M.	2.80	Correspondence with Gawker/Ropes re implementation of privilege quarantine and re search parameters for same (0.6); call with Williams & Connolly re common interest agreement governing privileged materials and re privilege quarantine (1); prep for same (0.2); call and correspondence with S. Kaneyasu-Speck re revisions to common interest agreement coming out of call (0.4); review revisions to common interest agreement and making further revisions to same (0.6).	2,142.00
08/31/16	Jenkins, H.	2.10	Calls and follow-up conversations regarding excluded assets (1.1); calls and emails regarding the common interest agreement and associated privilege (1.0).	1,155.00
08/31/16	Kaneyasu-Speck, S.	7.30	Call with client to discuss excluded assets (0.5); call with buyer and buyer's counsel to discuss excluded assets and internal follow-up discussion (1.0); call, correspondence	5,986.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			with M. Clanci to discuss common interest agreement (1.0); draft and revise common interest agreement (2.0); assemble information on excluded assets (1.5); coordinate transaction with foreign counsel (0.8); coordinate calls with internal team regarding sale (0.5).	
08/31/16	Kim, H.	0.30	Review contracts in connection with Univision assignment request.	141.00
08/31/16	Callahan, M.	0.80	Manage final binder of Hart Scott Rodino documents filed with FTC and DOJ (.1); revise same (.2); revise file index and HSR tracking spreadsheet regarding waiting period termination and file transfer (.3); review same for accuracy and consistency (.1); draft records submission form regarding transfer (.1).	248.00
		Total Hours	551.20	Total Amount \$ 456,204.00

File No.: 112782-0013 Claims

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/04/16	Agudelo, J.	0.20	E-mails with S. Dasaro, M. Weinberg regarding bar date order in connection with chambers request (0.2).	164.00
08/04/16	Weinberg, M.	0.20	Prepare Word versions of bar date proposed order and notices for chambers.	57.00
08/09/16	Gill, J.	0.50	Telephone call with Cohen, attorney for Hudson Insurance Co. and follow-up with J. Agudelo (0.5).	515.00
08/09/16	Agudelo, J.	3.70	Revise bar date order per Court's instructions (0.9); confer with Prime Clerk regarding publication notices (0.4); confer with RG team regarding same (0.8); draft publication notices (1.3); confer with Prime Clerk regarding services of notice (0.3).	3,034.00
08/09/16	Dasaro, S.	1.50	Revise bar date order, confer with J. Agudelo regarding same, and correspondence with US Trustee regarding same (1.5).	952.50
08/10/16	Galardi, G.	0.30	Address bar date publication notice and other issues on order	369.00
08/10/16	Agudelo, J.	0.50	Confer with Prime Clerk regarding bar date notices (0.2), confer with RG team regarding same (0.3).	410.00
08/10/16	Dasaro, S.	2.00	Attention to revisions and redlines to bar date order and conference with H. Kim regarding same (2.0).	1,270.00
08/11/16	Agudelo, J.	1.30	Circulate email to chambers regarding bar date order (0.2); confer with H. Kim regarding bar date contacts review (0.4); telephone conference with Opportune team, H. Kim regarding same (0.4); confer with Prime Clerk team regarding same (0.3).	1,066.00
08/12/16	Galardi, G.	0.20	Address bar date notice issues (.2)	246.00
08/12/16	Agudelo, J.	2.20	Multiple conferences with K. Hollingsworth of Prime Clerk regarding bar date notice service issues (1.1); confer with RG team regarding same (0.3); confer with K. Hollingsworth regarding publication notice (0.4); confer with G. Galardi regarding same (0.2); confer with client, J. Gill regarding query from party in interest on mailing (0.2).	1,804.00
08/12/16	Kim, H.	3.20	Review contracts with regards to notice parties	1,504.00
08/12/16	McGee, W.	2.40	Confer with H. Kim regarding contract review (.2); review contracts to compile bar date notice addresses (2.2).	1,296.00
08/12/16	Weinberg, M.	0.30	Compile bar date notices and send to Prime Clerk.	85.50

Our Reference #: 112782-0013

Joint Group: 112782.Aug

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/13/16	McGee, W.	0.40	Review contracts to compile addresses for bar date notice.	216.00
08/14/16	Galardi, G.	0.20	Address bar date notice issues (.2)	246.00
08/14/16	Agudelo, J.	1.70	Confer with G. Galardi regarding bar date notices contacts (0.4); compile list of categories in connection with same (1.3).	1,394.00
08/14/16	Kim, H.	0.30	Review contracts for bar date service.	141.00
08/15/16	Galardi, G.	0.20	Work on claim forms	246.00
08/15/16	Agudelo, J.	3.20	Multiple conferences with H. Kim, A. McGee regarding bar date notice contact parties (2.3); confer with K. Hollingsworth of Prime Clerk regarding same and claim forms (0.6); confer with G. Galardi regarding claim forms (0.3).	2,624.00
08/15/16	Kim, H.	4.70	Review bar date service notice parties and confirm addresses (2.5); review insurance policy documents for data room (1.2); correspond with Opportune regarding same (1.0).	2,209.00
08/15/16	McGee, W.	1.30	Review contracts to compile notice addresses for bar date notice.	702.00
08/15/16	Weinberg, M.	0.90	Review bar date notice service list for J. Agudelo (0.6); prepare administrative claim form (0.3).	256.50
08/16/16	Agudelo, J.	0.40	Confer with RG team regarding bar date notices (0.2); confer with Prime Clerk regarding same (0.1); confer with Opportune team regarding same (0.1).	328.00
08/16/16	Kim, H.	2.00	Confirm counterparty service addresses (2)	940.00
08/17/16	Agudelo, J.	3.10	Confer with RG team regarding bar date notice parties (0.8); confer with Opportune team regarding same (0.7); telephone conference with H. Kim, Prime Clerk regarding same (0.5); confer with Prime Clerk team regarding same (0.6); emails with G. Galardi regarding bar date notices, publication notice (0.5).	2,542.00
08/17/16	Kim, H.	2.00	Revise notice parties per revised purchase agreement (1.3); call with PrimeClerk regarding bar date notices (0.7).	940.00
08/19/16	Agudelo, J.	0.40	Telephone conference with client regarding claims (0.2); telephone conference with R. Martin regarding same (0.2).	328.00
08/22/16	Kim, H.	0.60	Confirm bar date notice parties.	282.00
08/23/16	Agudelo, J.	1.80	Multiple calls with H. Kim on service of bar date notices (0.7); confer with Prime Clerk regarding same (0.9); confer with Prime Clerk regarding affidavits of service (0.2).	1,476.00
08/23/16	Kim, H.	2.70	Confirm bar date notice parties (1.7), correspond with company and Opportune	1,269.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/23/16	Weinberg, M.	1.80	regarding same (1). Review litigations and gather additional addresses for service of bar date notices (1.4); meeting with J. Agudelo regarding same (0.3); call with J. Agudelo regarding same (0.1).	513.00
08/24/16	Agudelo, J.	1.90	Confer with Prime Clerk regarding service of bar date notices (0.5); confer with H. Kim regarding same (0.6); confer with client regarding same (0.8).	1,558.00
08/24/16	Kim, H.	3.70	Review filed affidavits (0.7), confirm bar date notice parties (1.8), correspond with Hungarian and Cayman counsel (1.2).	1,739.00
08/24/16	Weinberg, M.	0.70	Review litigations and gather additional addresses for service of bar date notices.	199.50
08/25/16	Agudelo, J.	1.60	Confer with H. Kim, Opportune team, Prime Clerk team, Jalsovszky team regarding bar date notices (0.6); confer with Prime Clerk team regarding assumption notice affidavit of service (0.5); review and comment on same (0.5).	1,312.00
08/25/16	Kim, H.	2.20	Confirm bar date notice parties, including foreign government agencies with potential claims (1.8), correspond with foreign counsel (0.4).	1,034.00
08/29/16	Kim, H.	0.60	Review inclusion of additional contracts for notice.	282.00
Total Hours		56.90	Total Amount	\$ 35,550.00

File No.: 112782-0014 Travel

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/09/16	Agudelo, J.	0.90	Travel to/from bankruptcy court hearing.	738.00
08/18/16	Agudelo, J.	0.90	Travel to/from bankruptcy court hearing.	738.00
08/18/16	Dasaro, S.	0.90	Travel to and from courthouse for sale hearing.	571.50
08/18/16	Sturm, J.	1.10	Travel to and from office for bankruptcy court hearing.	984.50
Total Hours		3.80		
				Total Amount \$ 3,032.00
				Less 50% -1,516.00
				Total Due \$ 1,516.00

Our Reference #: 112782-0014

Joint Group: 112782.Aug

File No.: 112782-0015 Debtor-In-Possession/Cash Collateral

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/06/16	Galardi, G.	0.10	Follow-up re: bank accounts for sale and post-closing	123.00
08/08/16	Galardi, G.	0.20	Address bank accounts for deposits (.2)	246.00
08/10/16	Galardi, G.	0.10	Address new bank account	123.00
08/10/16	Bresa, L.	0.20	Call with A. De Padua re: payoff questions.	164.00
08/10/16	de Padua, S.	1.90	Correspondence with J. Gill, L. Bresa and J. De Silva regarding requirements for payoff of existing Gawker Debt Facilities (.50); review Second Lien and DIP financing documents and related security agreements and draft payoff closing checklist related to the same (1.40).	1,206.50
08/11/16	De Silva, Joanne	1.50	Attention to DIP payoff and related releases (1.00); attention to consent regarding account for bid deposit (0.50).	1,380.00
08/11/16	Galardi, G.	0.30	Address new bank account	369.00
08/11/16	Agudelo, J.	2.10	Emails with R&G team regarding DIP lender consent for opening account for bid deposits (1.9); emails with B. Tong of Schulte Roth regarding same (0.2).	1,722.00
08/11/16	Bresa, L.	3.00	Emailed lender's counsel on payoff (.4); corresponded with A. De Padua about payoff process (.1); corresponded with J. Agudelo about opening of new bank account (.3); reviewed DIP financing agreement for parameters on new bank accounts (.4); reviewed and revise consent to DIP financing agreement and sent comments to A. De Padua (1.0); emailed Schulte about new bank account (.1); reviewed and revised payoff checklist (.7)	2,460.00
08/11/16	de Padua, S.	2.90	Revise draft Payoff Closing Checklist (0.50); correspondence with L. Bresa and J. De Silva regarding the same (0.40); correspondence with Hungarian and Cayman counsel regarding payoff of DIP and 2L facility and release of collateral liens (1.00); meeting with J. de Silva to discuss payoff checklist and further steps (0.50); attention to payoff documentation and matter (0.50).	1,841.50
08/12/16	De Silva, Joanne	0.30	Attention to comments to DIP lender consent for bid deposits.	276.00
08/12/16	Galardi, G.	0.20	Address account for bid deposits	246.00
08/12/16	Bresa, L.	1.10	Reviewed revised consent and amendment (.3); revised consent with Schulte comments and distributed (.3); distributed fully executed consent (.2); met with A. Depadua about payoff and timing for Hungary (.3).	902.00

Our Reference #: 112782-0015

Joint Group: 112782.Aug

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/12/16	de Padua, S.	0.40	Correspondence with L. Bresa and Hungarian counsel regarding payoff and release of Hungarian collateral liens in respect of both 2L Credit Facility and DIP Credit Facility.	254.00
08/15/16	De Silva, Joanne	0.50	Attention to releases and consents required in connection with bid.	460.00
08/15/16	Bresa, L.	0.50	Attention to consent and payoff (.5).	410.00
08/15/16	de Padua, S.	0.30	Correspondence with Bankruptcy Team regarding schedule of Payoff and Sale and corporate governance questions relating to the same.	190.50
08/16/16	Bresa, L.	1.40	Call with Hungarian counsel on sale and payoff (.5); attention to payoff matters (.5); corresponded with Latham on CN payoff (.4)	1,148.00
08/16/16	de Padua, S.	0.50	Call with Hungarian counsel to discuss preparation of Hungarian release documents for DIP Credit Facility and 2L Credit Facility and correspondence with L. Bresa regarding the same.	317.50
08/17/16	Bresa, L.	0.50	Internal and external correspondence with Hungarian counsel on sale and payoff.	410.00
08/17/16	de Padua, S.	0.10	Correspondence with Cayman counsel regarding corporate governance issues related to payoff and release of Cayman liens.	63.50
08/19/16	Bresa, L.	0.50	Corresponded with bankruptcy team on resolutions and payoff (0.5).	410.00
08/24/16	Gill, J.	0.30	Correspondence on 2nd lien information regarding delivery.	309.00
08/24/16	Agudelo, J.	0.20	Confer with RG team regarding DIP and Columbus Nova payoff documents.	164.00
08/25/16	De Silva, Joanne	0.50	Attention to payoff documents.	460.00
08/25/16	Agudelo, J.	0.30	Confer with RG team regarding DIP and Columbus Nova payoff documentation.	246.00
08/25/16	de Padua, S.	0.10	Distribution of payoff documentation from CN and Cerberus to Bankruptcy and Sale teams and correspondence relating to the same.	63.50
08/26/16	de Padua, S.	0.50	Revise Payoff checklist and distribute to finance team.	317.50
08/29/16	Bresa, L.	0.40	Correspondence with company and RG bankruptcy on LCs and payoff questions (0.4).	328.00
08/29/16	de Padua, S.	1.20	Review and comment on draft IP Releases and DACA terminations for CN Second Lien Facility Payoff.	762.00
08/30/16	De Silva, Joanne	2.00	Attention to CN payoff letter (0.7); meeting with S. De Padua, L. Bresa regarding same	1,840.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(0.3); attention to Cerberus payoff letter (1.0).	
08/30/16	Bresa, L.	0.60	Correspondence on LC backstop (0.5); correspondence with company on IT access agreement (0.1).	492.00
08/30/16	de Padua, S.	2.20	Review CN payoff letter and discuss comments with L. Bresa (0.2); review and comment on Cerberus Payoff Letter and CN Payoff Letter drafts (1.7); meeting with J. De Silva and L. Bresa to discuss Payoff Letter comments and drafts (0.3).	1,397.00
08/31/16	De Silva, Joanne	2.00	Attention to CN payoff letter (1.0); attention to Cerberus payoff letter (1.0).	1,840.00
08/31/16	Bresa, L.	2.00	Review and revise payoff letters and terminations (1.2); correspond with Hungarian counsel on releases (0.2); prepare for, internal meetings with J. De Silva, S. de Padua on payoff status and checklist (0.4); internal correspondence on CN payoff (0.2).	1,640.00
08/31/16	de Padua, S.	1.80	Review drafts of Payoff Letters and revise per comment from L. Bresa and J. De Silva, correspondence with J. Gill and S. Kaneyasu-Speck regarding the same.	1,143.00
Total Hours		32.70	Total Amount	\$ 25,724.50

File No.: 112782-0016 Other Retention & Fee Applications

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Galardi, G.	0.20	Work on Duncan retention	246.00
08/01/16	Agudelo, J.	2.00	Review OCP for Klaskow law firm (0.3), review OCP for Hungarian law firm (0.2), review 327(e) retention for Duncan (0.7), office conference with S. Dasaro regarding each of the foregoing (0.3), telephone conference with G. Galardi, S. Dasaro regarding 327(e) retention (0.3), e-mails with S. Dasaro regarding same (0.2).	1,640.00
08/01/16	Dasaro, S.	4.70	Attention to Klasko OCP forms and related questions (.4); attention to Javloszky OCP submission (.2); confer with J. Agudelo and J. Wright regarding OCP (.3); call with LSKS regarding retention (.4); draft retention of JB Duncan PC (2.8); administrative matters related to pending 327(e) applications (.2); confer with J. Agudelo and G. Galardi regarding JB Duncan retention application (.4).	2,984.50
08/01/16	Weinberg, M.	0.20	Update Duncan declaration draft and prepare redline for S. Dasaro.	57.00
08/02/16	Galardi, G.	0.40	Review Duncan retention application	492.00
08/02/16	Agudelo, J.	0.20	Office conference with S. Dasaro regarding Duncan retention.	164.00
08/02/16	Dasaro, S.	3.40	Call with JB Duncan PC (.5); edit JB Duncan retention (1.5); emails regarding same (.2); confer with K. Alexander regarding same (.1); confer with OCP law firms regarding submissions (.6); draft notice for Opportune fee statement (.5).	2,159.00
08/03/16	Galardi, G.	1.70	Review and revise Duncan retention application (.8); call with UST re: same (.3); follow-up with client re: same (.2); review STB application (.4)	2,091.00
08/03/16	Agudelo, J.	1.90	Several office conferences with S. Dasaro regarding Duncan application (0.6), review same (0.4). separate e-mails with client, J. Duncan regarding same (0.4).	1,558.00
08/03/16	Dasaro, S.	5.90	Call with US Trustee regarding retentions (.3); calls with JB Duncan regarding application (.8); edit JB Duncan application (3); coordinate compilation of final version of JB Duncan application (.8); confer with J. Agudelo regarding same (.4); confer with W. Holden regarding same (.3); confer with client regarding same (.1); confer with Prime Clerk regarding same (.2).	3,746.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/03/16	Weinberg, M.	0.50	Assist with finalizing JB Duncan retention application (0.3); emails regarding filing of same (0.2).	142.50
08/04/16	Galardi, G.	1.60	Briefly review Committee objection (.4); call with 327(e) professionals re: US Trustee questions, Committee objection (.7); begin reviewing case law and facts for response (.5)	1,968.00
08/04/16	Agudelo, J.	0.20	E-mails with G. Galardi, S. Dasaro regarding retention applications.	164.00
08/04/16	Dasaro, S.	5.00	Confer with UST regarding retentions (.4); revise proposed orders of 327(e) applications (.4); draft three supplemental declarations in further support of 327(e) retention applications (1.4); confer with Opportune regarding fee statement (.2); confer with M. Weinberg regarding notice of Opportune fee statement and review same (.3); review objection to retention application (.4); confer with team regarding same (.8); confer with Opportune and J. Agudelo regarding retention of accountants (.4); confer with Thomas & LoCicero, LSKS, and Brannock regarding objection (.3); edit notices of OCP filings (.4).	3,175.00
08/04/16	Dasaro, S.	0.20	Coordinate filing of JB Duncan retention (.2).	127.00
08/04/16	Sturm, J.	0.70	Review UCC objection to special counsel (0.7)	626.50
08/04/16	Weinberg, M.	0.70	E-file and coordinate service of JB Duncan retention application (0.3); call with C. Brustman regarding time entry review (0.1); emails regarding same (0.3).	199.50
08/04/16	Weinberg, M.	0.50	Revise Opportune monthly fee statement (0.3); emails regarding same (0.2).	142.50
08/05/16	Dasaro, S.	2.00	Call regarding committee objection to 327(e) applications (.5); confer with M. Weinberg regarding Citrin retention (.1); draft request for telephonic appearances and confer with LSKS regarding same (.4); revise supplemental declarations in support of 327(e) applications (.8); confer with JB Duncan regarding retention (.2).	1,270.00
08/05/16	Sturm, J.	0.50	Call with special counsels regarding objections to retention	447.50
08/05/16	Weinberg, M.	1.10	Revise retention application orders for S. Dasaro (0.3); draft shell of Citrin retention application (0.8).	313.50
08/07/16	Sturm, J.	0.20	Correspondence with K. Alexander regarding fee projection materials	179.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/08/16	Galardi, G.	0.60	Address retention issues, including revisions to Cahill order	738.00
08/08/16	Dasaro, S.	1.80	Work on OCP retentions (.5); correspond with LSKS and other firms regarding supplemental declarations and coordinate filing of same (.8); revise order approving retention of Cahill and correspondence regarding same (.5).	1,143.00
08/08/16	Sturm, J.	0.30	Review correspondence with 327(e) counsel regarding proposed retentions	268.50
08/08/16	Weinberg, M.	0.30	Compile, e-file and coordinate service of retention supplemental declarations.	85.50
08/09/16	Galardi, G.	0.60	Work on retention issues (.6)	738.00
08/09/16	Dasaro, S.	2.70	Revise order approving retention of Cahill and correspondence regarding same (.5); confer with RG team and accounting firm regarding retention application for accounting firm (.7); confer with OCP law firms regarding applications (.5); attention to fee statement and invoice analysis (1).	1,714.50
08/09/16	McGee, W.	4.30	Draft Citrin retention application (3.9); confer with S. Dasaro regarding the same (.4).	2,322.00
08/10/16	Galardi, G.	0.20	Call with committee re: Duncan retention	246.00
08/10/16	Agudelo, J.	0.50	Confer with S. Dasaro regarding OCP procedures (0.3); review emails with respect to Committee response to Duncan retention (0.2).	410.00
08/10/16	Dasaro, S.	2.40	Confer with OCP professional regarding declaration (.5); calls with and attention to retention of Hungarian law firm (1); confer with Maples regarding retention (.4); work on and correspond regarding Cahill retention order (.5);	1,524.00
08/10/16	McGee, W.	5.30	Revise Citrin retention application and corresponding declarations (4.6); correspondence to S. Dasaro regarding the same (.2); call with Citrin and S. Dasaro regarding retention application (.2); follow-up call with S. Dasaro regarding the same (.2); correspondence to G. Galardi regarding same (.1).	2,862.00
08/10/16	Weinberg, M.	0.70	Gather retention precedent for A. McGee (0.2); review and revise time entries (0.1); emails with J. Dias regarding same (0.2); finalize and compile Klasko retention notice for S. Dasaro (0.2).	199.50
08/11/16	Galardi, G.	0.40	Respond to Citrin retention emails (.2); call with Committee re: issues (.2)	492.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/11/16	Agudelo, J.	0.30	Confer with S. Dasaro regarding OCP declarations.	246.00
08/11/16	Dasaro, S.	2.00	Attention to OCP retentions (1.5); review draft of application to retain accountants (.5);	1,270.00
08/11/16	McGee, W.	2.40	Review and revise Citrin retention application (1.8); correspondence with team regarding the same (.2); correspondence with Citrin regarding the same (.1); confer with S. Dasaro regarding the same (.3).	1,296.00
08/11/16	Sturm, J.	0.20	Correspondence with Ropes team regarding draft OCP declarations	179.00
08/11/16	Weinberg, M.	1.30	Prepare notices regarding OCP retentions (0.7); proofread and cite-check Citrin retention application (0.6).	370.50
08/12/16	Agudelo, J.	0.30	Confer with RG team regarding Klasko retention request.	246.00
08/12/16	Dasaro, S.	3.30	Calls with Opportune regarding OCP retention (.8); calls with OCP law firm regarding retention (.5); confer with RG team regarding OCP retentions (1); finalization of OCP retention of Maples and Jalsovzky (1).	2,095.50
08/12/16	McGee, W.	1.10	Call with Citrin regarding outstanding issues (.4); summarize the same for S. Dasaro (.4); correspondence with team regarding the same (.3).	594.00
08/12/16	Sturm, J.	1.90	Review OCP retention declarations (0.5); calls and correspondence with Ropes team regarding Klasko declaration (0.9); review Duncan retention application (0.5)	1,700.50
08/12/16	Weinberg, M.	0.30	Compile, e-file and coordinate service of OCP retention notices.	85.50
08/13/16	Galardi, G.	0.60	Address Duncan and other retention issues with UST (.2); call with Duncan (.4)	738.00
08/13/16	Dasaro, S.	0.50	Call with JB Duncan, and follow up re same (.5).	317.50
08/13/16	McGee, W.	1.90	Revise draft of Citrin retention application materials.	1,026.00
08/15/16	Martin, D.	3.80	Draft reply on 327(e) counsel applications (4.7); review Committee objection on 327(e) and cases (2.1).	4,446.00
08/15/16	Sturm, J.	7.50	Review Committee 327(e) Objection (0.5); review cases cited in same (1.7); conference with R. Martin regarding reply to same (1.5); draft reply (3.8).	6,712.50
08/15/16	Weinberg, M.	1.60	Gather cases from committee retention application objection for R. Martin (0.1); research 327(e) opinions for J. Sturm (0.5); draft notice of adjournment of JB Duncan	456.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			retention application (0.5); e-file and coordinate service of same (0.2); emails regarding same (0.1); gather retention application proposed orders for S. Dasaro (0.2).	
08/16/16	Galardi, G.	0.60	Calls re: possible 327(e) resolution with professionals (.4); discussions with committee re: same (.1); follow-up with client re: same (.1)	738.00
08/16/16	Martin, D.	2.30	Revisions to 327(e) reply brief (2.1); meeting with G. Galardi re status of 327(e) retention negotiation (0.2).	2,691.00
08/16/16	Dasaro, S.	0.50	Attention to Cahill fee statement (.5).	317.50
08/16/16	Sturm, J.	4.40	Revise reply to 327(e) Objection (1.4); conference with R. Martin regarding reply to same (1.0); draft proposed revisions to retention order to address same (0.5); office conference with G. Galardi regarding same (0.3); correspondence with 327(e) counsel regarding same (1.2).	3,938.00
08/16/16	Weinberg, M.	0.80	Cite-check reply to committee retention application objection for J. Sturm.	228.00
08/17/16	Galardi, G.	1.20	Address 327(e) retention order and settlement with Committee (.9); calls with counsel re: same (.3)	1,476.00
08/17/16	Martin, D.	3.30	Preparation for 327(e) hearing (1.2); revise 327(e) orders (2.1).	3,861.00
08/17/16	Dasaro, S.	1.00	Work on and confer re Opportune fee statement (.5); confer with Cahill attorney regarding Cahill fee statement (.5).	635.00
08/17/16	Sturm, J.	7.50	VM to S. Arbeit regarding 327(e) retention order resolution (0.1); correspondence with S. Arbeit regarding 327(e) retention orders (0.3); correspondence with Committee counsel regarding comments to 327(e) retention orders (0.5); correspondence with proposed 327(e) counsel regarding Committee comments to retention orders (1.7); correspondence with B. Russell and Ropes team regarding same (0.7); calls with LSKS regarding Committee comments(0.5); revisions to reply to Committee objection (0.5); calls to 327(e) counsel regarding same (0.5); calls and correspondence with H. Dietrick regarding same (0.3); revisions to 327(e) reply incorporating comments (0.3) coordinating filing of same (0.3) office conferences with R. Martin and G. Galardi regarding 327(e) retentions (0.5); revising forms of orders (1.3).	6,712.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/17/16	Weinberg, M.	2.20	Further cite-check reply to committee retention application objection for J. Sturm (1.0); e-file and coordinate service of same (0.2); gather cases from reply and prepare hearing binder for R. Martin (1.0).	627.00
08/18/16	Galardi, G.	0.40	Address Citrin application issues (.2); follow-up re: LSKS and others (.2)	492.00
08/18/16	Martin, D.	2.30	Prepared for 327(e) retention issues for court	2,691.00
08/18/16	McGee, W.	2.60	Review and revise Citrin application (.9); correspondence with Citrin regarding the same (.3); confer with J. Agudelo (.1); revise Citrin application based on comments (1.3).	1,404.00
08/18/16	Sturm, J.	3.50	Correspondence with US Trustee regarding 327(e) retention orders (0.5); correspondence with proposed 327(e) counsel regarding US Trustee comments (0.6); correspondence with B. Russell and Ropes team regarding same (0.3); call with B. Russell regarding same (0.1); office conferences with R. Martin and G. Galardi regarding 327(e) retentions (0.5); revising forms of orders (1.0); preparing revised orders for chambers and parties at hearing (0.5).	3,132.50
08/19/16	Martin, D.	1.20	Structuring of 327(e) retention and notice to individual defendant lsks clients, per outcome of court hearing	1,404.00
08/19/16	Agudelo, J.	0.60	Review Houlihan Lokey statement (0.5), Cahill statement (0.1).	492.00
08/19/16	Weinberg, M.	0.30	Compile Houlihan Lokey fee statement (0.2); emails with S. Dasaro regarding same (0.1).	85.50
08/22/16	Dasaro, S.	0.50	Attention to Akin Gump retention application.	317.50
08/22/16	Dasaro, S.	1.00	Draft notice of proposed orders to 327(e) counsel's clients.	635.00
08/23/16	Martin, D.	0.70	Reviewed Citrin retention application	819.00
08/23/16	Agudelo, J.	0.50	Confer with S. Dasaro regarding Duncan query (0.2); confer with S. Dasaro regarding Hungarian law firm retention issues (0.3).	410.00
08/23/16	McGee, W.	0.30	Correspondence regarding Citrin application.	162.00
08/23/16	Sutton, A.	1.00	Meeting with S. Dasaro for transition on timekeeping, OCP, etc.	365.00
08/24/16	Dasaro, S.	0.50	Revise proposed notice of proposed order for 327(e) counsel.	317.50
08/24/16	McGee, W.	1.70	Confer with R. Martin regarding Citrin retention (.1); correspondence with team regarding the same (.2); confer with Opportune regarding invoices (.1); confer	918.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			with Opportune and Kinja regarding Hungarian counsel invoices (.2); follow-up with Opportune regarding the same (.1); correspondence with J. Agudelo regarding Citrin retention application (.1); summarize Hungarian counsel issue in e-mail to team (.7); correspondence with team regarding the same (.2).	
08/24/16	Weinberg, M.	0.80	Gather OCP statement precedent for S. Dasaro (0.2); draft first OCP statement (0.6)	228.00
08/25/16	Martin, D.	0.50	Reviewed akin gump application	585.00
08/25/16	Agudelo, J.	0.90	Confer with A. McGee regarding Citrin Cooperman retention application (0.3); confer with R. Albanese of Akin Gump, S. Dasaro regarding Akin Gump retention (0.2); confer with A. McGee regarding Opportune fee statement (0.2); confer with A. Sutton regarding ordinary course professional statements (0.2).	738.00
08/25/16	McGee, W.	2.80	Correspondence with team and Opportune regarding Citrin retention application (.1); revise the same (.5); confer with J. Agudelo regarding Opportune fee statement (.2); review the same (.4); follow-up call with J. Agudelo regarding same (.1); follow-up correspondence regarding same (.2); draft cover filing for the same (1.3).	1,512.00
08/26/16	Martin, D.	0.20	Review of revised akin application	234.00
08/26/16	Agudelo, J.	0.70	Confer with client regarding ordinary course professionals work (0.2); confer with R. Martin regarding Akin Gump retention application (0.1); confer with A. Sutton regarding Simpson Thacher regarding monthly fee statement (0.2); review same (0.2).	574.00
08/26/16	McGee, W.	0.20	Correspondence with team regarding Citrin application.	108.00
08/28/16	Agudelo, J.	0.10	Confer with Opportune team, A. McGee regarding Opportune monthly fee statement.	82.00
08/29/16	Agudelo, J.	5.10	Confer with RG team regarding Akin Gump retention application (0.4); confer with RG team, Opportune team regarding Citrin Cooperman retention application (0.7); review same (2.1); confer with K. Peryali of Jaclosvsky regarding retention query (0.2); confer with RG team regarding Opportune fee statement and filing of same (0.4); confer with RG team regarding notice of presentment for other law firms (0.3); confer with Prime Clerk regarding service of	4,182.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/29/16	McGee, W.	5.80	retention related documents to be filed (1.0). Revise Citrin retention application (1.4); confer with J. Agudelo regarding the same (.1); confer with J. Agudelo regarding Opportune June invoice (.2); revise the same (.5); correspondence with team regarding the same (.1); confer with J. Agudelo regarding filings (.3); revise Opportune notice of June fee statement (.2); call with J. Agudelo regarding Citrin application (.2); call with W. Holden and J. Agudelo regarding the same (.1); updated Citrin retention application (1.9); confer with J. Agudelo regarding the same (.3); finalize Citrin application (.5).	3,132.00
08/29/16	Sturm, J.	2.20	Review 327(e) applications (0.3); correspondence with 327(e) firms regarding additional defendants for notice of orders (0.5); correspondence with LSKS regarding additional clients (0.9); correspondence with R. Martin regarding service of notice of presentment (0.5)	1,969.00
08/29/16	Weinberg, M.	0.70	Finalize, e-file, and coordinate service of Opportune first monthly fee statement (0.4); compile and finalize notice of 327(e) orders (0.2); emails with J. Agudelo and A. McGee regarding same (0.1).	199.50
08/30/16	Galardi, G.	0.30	Address Citrin and Akin retention matters.	369.00
08/30/16	Martin, D.	0.90	Review and revision of akin gump retention application	1,053.00
08/30/16	Agudelo, J.	4.90	Confer with RG team, R. Albanese of Akin, US Trustee regarding Akin Gump retention application (1.3); revise same (0.9); confer with RG team regarding Citrin application (0.8); confer with Committee counsel regarding same (0.2); confer with K. Perenyi of Jalsofsky firm and client regarding retention query (0.4); confer with RG team regarding notice of presentment for other law firms (0.6); confer with Prime Clerk regarding today's filing (0.7).	4,018.00
08/30/16	McGee, W.	2.10	Discuss tasks related to Citrin retention application with J. Agudelo (.2); follow-up correspondence related to the same (.4); finalize and coordinate filing of the same (1.5).	1,134.00
08/30/16	Sturm, J.	2.10	Revising 327(e) notices (0.5); reviewing 327(e) counsel clients list (0.6); correspondence with M. Weinberg and J. Agudelo regarding filing and service of	1,879.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/30/16	Weinberg, M.	0.80	same (0.4); correspondence with 327(e) counsel regarding retentions (0.2); correspondence with Akin regarding retention (0.4). Finalize, e-file, and coordinate service of Citrin Cooperman retention application (0.3); finalize, e-file, and coordinate service of notice of presentment of 327 retention application orders (0.5).	228.00
08/31/16	Galardi, G.	0.40	Address Citrin and Akin retention application issues (0.4).	492.00
08/31/16	Agudelo, J.	2.50	Confer with RG team regarding Akin Gump retention application edits (0.6); edit same (0.3); confer with W. Holden regarding same (0.3); confer with A. McGee regarding Citrin retention application (0.2); confer with R. Albanese of Akin Gump regarding same (0.4); confer with RG team, Prime Clerk team regarding filing of same (0.6), confer with Committee counsel regarding Akin Gump application (0.1).	2,050.00
08/31/16	McGee, W.	1.50	Draft notice of hearing for Citrin retention application (.4); confer with J. Agudelo regarding the same (.2); correspondence with court regarding the same (.1); prepare Akin retention application for filing (.5); confer with J. Agudelo regarding the same (.3).	810.00
		Total Hours	159.30	Total Amount \$ 118,861.00

File No.: 112782-0017 Executory Contracts/Leases

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Galardi, G.	0.60	Review and respond to email re: Fifth Ave lease (.2); review and analyze Taboola contract (.4).	738.00
08/02/16	Galardi, G.	1.10	Address Fastly contract and cure issue (.2); address Fifth Avenue lease issues with landlord (.6); address Hungarian lease and emails re: same (.3).	1,353.00
08/02/16	Agudelo, J.	4.10	Draft motion to assume CBA (2.4); telephone conference with Writers Guild, G. Galardi, K. Alexander regarding same (0.4); telephone conference with Fifth Avenue landlord counsel, G. Galardi regarding lease (0.5); telephone conference with attorney for Fastly regarding cure amount (0.2); e-mails with Opportune team, G. Galardi regarding same (0.4); e-mails with M. Sybert regarding Mediagene query (0.2).	3,362.00
08/02/16	Alexander, K.	0.20	Call with J. Sturm regarding Taboola agreement (0.2).	173.00
08/02/16	Sturm, J.	0.90	Review Taboola agreements (0.5); call with K. Alexander regarding same (0.2); correspondence with Ropes team regarding Skillshare lease (0.2).	805.50
08/03/16	Galardi, G.	3.20	Work on agreement with Fifth Avenue (.4); review and analyze surrender agreement (.6); emails and calls with landlord counsel re: surrender and L/C issues (.4); address legal issues and research (.7); work on miscellaneous contract matters (.2); Begin reviewing certain contracts requested from bidders (.3) calls and emails with Fifth Avenue landlord re: surrender agreement (.6).	3,936.00
08/03/16	Agudelo, J.	1.60	E-mails with G. Galardi regarding Hungarian property leases (0.3); telephone conferences with A. McGee regarding research in respect of same (0.4); review A. McGee's e-mail update regarding same (0.2); e-mail to G. Galardi regarding same (0.1); telephone conference with M. Sybert regarding Mediagene query (0.2); briefly review contracts in connection with same (0.2); e-mail to Mediagene contact regarding same (0.2).	1,312.00
08/03/16	McGee, W.	2.90	Confer with J. Agudelo regarding research of treatment of foreign leases (.1); research related to the same (1.6); summarize findings related to the same (1); confer with	1,566.00

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Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/03/16	Sturm, J.	0.20	J. Agudelo regarding the same (.2). Call with G. Galardi regarding Taboola agreement	179.00
08/04/16	Galardi, G.	0.90	Begin reviewing Allure contract (.4); begin revising letter to BSA (.2); review and follow-up re: CBA provisions and issues (.3)	1,107.00
08/04/16	Kim, H.	0.90	Confirm cure notice counterparty addresses.	423.00
08/04/16	McGee, W.	1.00	Follow-up research related to assumption of foreign leases.	540.00
08/05/16	Kim, H.	1.20	Review international licensing contracts.	564.00
08/08/16	Galardi, G.	0.20	Address Elizabeth street leases and subleases	246.00
08/08/16	Kim, H.	3.40	Confirm status (2.4); discuss particular vendor and confirm expired contracts (0.5); review various HR documents (0.5).	1,598.00
08/09/16	Kim, H.	4.00	Confirm executory contracts (2.4); review sale notice and cure notice service discrepancies (1.6).	1,880.00
08/10/16	Galardi, G.	0.40	Address additional notice re: contracts and assignment, Hungary and elsewhere (.2); calls and emails re: benefits and insurance agreements (.2)	492.00
08/10/16	Kim, H.	3.20	Confer with J. Agudelo on employment agreement inclusion (0.4); review employment agreements (0.4); correspond with Opportune regarding same and insurance (0.8); call regarding bar date with Opportune (0.8); correspond with S. Hussain regarding data room postings (0.8).	1,504.00
08/11/16	Kim, H.	3.50	Confer with J. Agudelo regarding bar date service (0.9); correspond with PrimeClerk (0.7); Opportune (0.6); and litigation team (0.1); regarding same. Correspond with Houlihan Lokey regarding data room documents (0.3); Correspond with Opportune on executory contracts cure (0.5); review unmarked contracts (0.4)	1,645.00
08/14/16	Galardi, G.	1.30	Comment on Fifth Avenue stipulation (.5); review contracts for rejecting damage claim issues (.8).	1,599.00
08/15/16	Galardi, G.	0.40	Comment on Fifth Avenue lease stipulation	492.00
08/16/16	Kim, H.	1.20	Review objection to cure notice.	564.00
08/25/16	Agudelo, J.	0.60	Confer with RG team regarding Elizabeth Street lease (0.4); telephone conference with broker for sublessees regarding same (0.2).	492.00
08/25/16	Kim, H.	0.80	Review lease and sublease agreements (0.5); call with broker regarding same (0.3).	376.00
08/26/16	Agudelo, J.	0.30	Confer with RG team regarding contracts to be assigned to Univision.	246.00
08/26/16	Kim, H.	0.50	Review master agreement and related sub-contracts.	235.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/30/16	Alexander, K.	0.30	Follow up with J. Agudelo re Elizabeth Street leases (0.3).	259.50
08/31/16	Agudelo, J.	0.20	Confer with K. Alexander, broker for sublease regarding Elizabeth Street leases.	164.00
		<u> </u>	<u> </u>	<u> </u>
Total Hours		39.10	Total Amount \$	27,851.00

File No.: 112782-0018 Plan and Disclosure Statement

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/02/16	Galardi, G.	1.30	Begin working on plan structure and issues (1.3)	1,599.00
08/03/16	Galardi, G.	0.80	Work on plan structure and issues (.8)	984.00
08/03/16	Martin, D.	2.20	Review of allocation background documents	2,574.00
08/03/16	Sturm, J.	2.60	Call with R. Martin regarding plan structure (0.1); correspondence with Ropes team regarding transfer pricing opinion and related materials (0.2); review of same (1.0); research re: plan structure (1.3).	2,327.00
08/04/16	Sturm, J.	2.50	Office conference with R. Martin regarding plan structure issues and related research (1.3); Follow-up research (1.2)	2,237.50
08/05/16	Sturm, J.	1.00	Research regarding drafting plan (1.0)	895.00
08/06/16	Sturm, J.	2.30	Research regarding estimation of contingent claims (1.8); correspondence with R. Martin regarding same (0.5).	2,058.50
08/07/16	Galardi, G.	0.60	Work on plan structure and classification issues (.6)	738.00
08/07/16	Sturm, J.	3.70	Further research regarding estimation (2.2); begin drafting plan (1.5).	3,311.50
08/08/16	Weinberg, M.	0.20	Research and gather precedent for motion to estimate claims for J. Sturm.	57.00
08/09/16	Galardi, G.	0.30	Call re: plan structure and issues (.3)	369.00
08/18/16	Martin, D.	0.60	Analysis of plan timing with sale approval	702.00
08/19/16	Martin, D.	0.50	Analysis of allocation litigation strategy	585.00
08/29/16	Martin, D.	1.00	Prepare for, call with J. Sturm re tasks and case strategy.	1,170.00
08/29/16	McGee, W.	0.50	Discuss plan structure and strategy with J. Sturm.	270.00
08/29/16	Sturm, J.	3.50	Continue drafting Plan (2.5); call with R. Martin regarding structure of same (0.5); review second lien loan docs re make-whole (0.5)	3,132.50
08/30/16	Martin, D.	1.00	Analysis of tax issues relating to allocation and plan	1,170.00
08/30/16	Sturm, J.	2.60	Continue drafting plan (2.3); call with. R. Martin regarding plan structuring issues (0.3).	2,327.00
08/31/16	McGee, W.	0.50	Discuss strategy for plan with J. Sturm.	270.00
08/31/16	Sturm, J.	5.40	Continue drafting plan (4.5); office conferences with A. McGee regarding same (0.5); call with R. Martin regarding structure of same (0.4).	4,833.00
Total Hours		33.10	Total Amount \$	31,610.00

File No.: 112782-0019 Hearings

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/02/16	Galardi, G.	1.60	Prepare for and attend hearing on Huon motion to dismiss	1,968.00
08/02/16	Dasaro, S.	0.20	Attend hearing by telephone (0.2).	127.00
08/08/16	Agudelo, J.	0.20	Prepare brief outline for G. Galardi for hearing.	164.00
08/09/16	Galardi, G.	3.40	Prepare for and attend hearing on Bar Date, Wages, Retentions and other matters (2.8); provide update to client re: hearing and follow-up (.6).	4,182.00
08/09/16	Agudelo, J.	2.00	Attend bankruptcy court hearing with G. Galardi.	1,640.00
08/09/16	Dasaro, S.	0.40	Attend hearing via telephone (.4).	254.00
08/17/16	Sturm, J.	1.30	Coordinate preparation of hearing materials.	1,163.50
08/18/16	Galardi, G.	8.20	Prepare for and represent Company at hearing on Sale of assets, including witness preparation (8.2).	10,086.00
08/18/16	Martin, D.	2.80	Attended sale hearing	3,276.00
08/18/16	Agudelo, J.	4.20	Prepare for hearing (2.2); attend hearing on approval of sale motion (2.0).	3,444.00
08/18/16	Dasaro, S.	4.50	Prepare for sale hearing (prepare binders, orders, and delivery of documents to court) (2.5); attend sale hearing (2.0).	2,857.50
08/18/16	Sturm, J.	2.50	Preparing materials for hearing (0.5); attend hearing regarding section 327(e) retentions and 363 sale order (2.0).	2,237.50
Total Hours		31.30	Total Amount	\$ 31,399.50

Our Reference #: 112782-0019

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File No.: 112782-0020 Administration

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Dasaro, S.	0.50	Meet with R. Gonzalez regarding agenda and hearing preparation (.5).	317.50
08/01/16	Sturm, J.	0.20	Review task list	179.00
08/01/16	Weinberg, M.	2.00	Prepare working group contact list.	570.00
08/02/16	Gill, J.	0.30	Review time allocation to matters (0.3).	309.00
08/02/16	Dasaro, S.	0.80	Assist with hearing preparation (0.3); confer with R. Gonzalez regarding agenda for August 9 hearing (0.2); edit same (0.3).	508.00
08/03/16	Dasaro, S.	0.90	Review and edit table of contents for August 9 hearing binder (.4); confer with R. Gonzalez regarding administrative matters (.3); confer with K. Alexander regarding case administration (.2).	571.50
08/04/16	Agudelo, J.	0.40	Review S. Dasaro's draft of hearing agenda (0.2), e-mail to S. Dasaro regarding same (0.2).	328.00
08/04/16	Dasaro, S.	1.90	Respond to chambers requests (.2); call with chambers re: scheduling (.1); confer with M. Weinberg regarding motion to extend time for removal (.1); review motion to extend time for removal (.4); confer with Prime Clerk regarding administration (.3); revise agenda for August 9 hearing (.3); confer with K. Alexander and Prime Clerk regarding creditor list (.3); confer with R. Gonzalez regarding administration (.2).	1,206.50
08/04/16	Sturm, J.	0.50	Correspondence with Ropes team regarding hearing scheduling	447.50
08/04/16	Weinberg, M.	0.20	Calendar upcoming dates for team and update case calendar tracking.	57.00
08/05/16	Galardi, G.	0.60	Address scheduling, witness and other case issues	738.00
08/05/16	Alexander, K.	0.50	Confer with team, S. Dasaro re hearing (.3); correspondence re administrative matters (.2).	432.50
08/05/16	Dasaro, S.	1.10	Confer with R. Gonzalez regarding hearing preparation (.4); review objections to sale (.3); confer with K. Alexander regarding case administration (.4).	698.50
08/05/16	Sturm, J.	1.30	Call with Ropes team regarding allocation of assignments (1.0); follow up correspondence with J. Agudelo regarding creditor matrix (0.3)	1,163.50
08/05/16	Weinberg, M.	0.90	E-file agenda and coordinate service of same (0.4); compile, e-file and coordinate service of motion to extend time to remove actions (0.3); e-file and coordinate service of June MOR (0.2).	256.50

Our Reference #: 112782-0020

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Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/08/16	Galardi, G.	0.10	Review and comment on Agenda for 8/9 hearing	123.00
08/08/16	Agudelo, J.	0.20	Confer with S. Dasaro regarding agenda for hearing.	164.00
08/08/16	Alexander, K.	1.20	Review and revise budget (1); confer with J. Gill re same (.2).	1,038.00
08/08/16	Dasaro, S.	2.60	Draft and file amended agenda (.5); assist J. Agudelo with preparation for hearing (.5); prepare for omnibus hearing (dial-ins, binder preparation, etc) (1); draft and coordinate filing of notice of adjournment (.6).	1,651.00
08/08/16	Sturm, J.	0.30	Review draft budget	268.50
08/08/16	Weinberg, M.	0.80	Arrange telephonic line for hearing with Courtcall for S. Dasaro (0.2); gather transcript and save to Filesite (0.1); e-file and coordinate service of notice of adjournment and amended agenda (0.5).	228.00
08/09/16	Sturm, J.	0.30	Correspondence with Ropes team regarding August 18 hearing prep	268.50
08/09/16	Weinberg, M.	0.10	Prepare case caption for court reporter.	28.50
08/10/16	Alexander, K.	0.90	Office conference with team re pending task list and attention to, follow up re same (.9).	778.50
08/10/16	Dasaro, S.	2.20	Confer with R. Gonzalez regarding preparation for August 18 hearing, work on agenda for same (1.0); meet with R&G team regarding status updates (0.4); prepare submission of orders to chambers and correspondence regarding same (0.8).	1,397.00
08/10/16	Kim, H.	0.90	Coordinate binder for submission to bankruptcy court.	423.00
08/10/16	Weinberg, M.	1.20	Compile, e-file, and coordinate service of amendments to schedules and SOFAs (0.8); emails regarding same (0.2); coordinate edits to bar date proposed order for J. Agudelo (0.2).	342.00
08/11/16	Agudelo, J.	0.20	Confer with RG team regarding task list (0.1); confer with M. Weinberg regarding process for transmission of filed documents to client (0.1).	164.00
08/11/16	Weinberg, M.	0.70	Correspond with court and Prime Clerk regarding corrections to debtor case names (0.5); call with S. Dasaro regarding same (0.1); emails with J. Agudelo regarding same (0.1).	199.50
08/12/16	Agudelo, J.	0.20	Confer with R&G team regarding case caption.	164.00
08/12/16	Alexander, K.	1.10	Review and revise task management list and correspondence re same.	951.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/12/16	Dasaro, S.	1.50	Call with Opportune regarding insurance, and follow up regarding same (1); attention to matters related to service (.5).	952.50
08/12/16	Weinberg, M.	0.40	Calls with J. Agudelo, S. Dasaro, and clerk regarding amending debtor names.	114.00
08/14/16	Galardi, G.	0.30	Review and comment on Agenda (.3)	369.00
08/14/16	Dasaro, S.	1.00	Draft agenda for sale hearing.	635.00
08/15/16	Alexander, K.	0.90	Attention to administrative issues.	778.50
08/15/16	Dasaro, S.	4.80	Attention to agenda (.5); draft and arrange for filing of notice of adjournment (.8); work with paralegal on binders and other documents related to preparation for sale hearing (2); attention to insurance matters and conferences with Opportune re same (1.5).	3,048.00
08/16/16	Dasaro, S.	4.00	Work on and conferences regarding agenda for sale hearing (1); prepare for sale hearing with paralegal (1); coordinate telephonic court appearances for various parties (.5); draft application and proposed order to file redacted transcript (1.5).	2,540.00
08/16/16	Sturm, J.	0.40	Office conferences with S. Dasaro regarding questions on hearing agenda (0.4).	358.00
08/16/16	Weinberg, M.	0.30	Finalize, e-file and coordinate service of hearing agenda.	85.50
08/17/16	Dasaro, S.	4.30	Work on amended agenda (.5); conferences and work on motion to file redacted transcript (2); work with paralegal on additional papers to be included in court binders (.5); confer regarding Akin retention application (.3); work on conflicts analysis (1).	2,730.50
08/17/16	Weinberg, M.	0.60	Revise amended agenda (0.2); calendar dates and deadlines for team (0.1); emails with J. Agudelo and team regarding upcoming filings (0.3).	171.00
08/18/16	Agudelo, J.	0.20	Telephone conference with A. McGee regarding case planning (0.2).	164.00
08/18/16	Brustman, C.	0.50	E file Amended agenda for S Dasaro	167.50
08/19/16	Galardi, G.	0.50	Address 8/23 hearing agenda (0.2); delegate matters to be addressed for 9/13 hearing and October 6 hearing (0.3).	615.00
08/19/16	Agudelo, J.	0.50	Office conferences with S. Dasaro regarding filings (0.2); review agenda, certificate of no objection, adjournment of October 4 hearing (0.3).	410.00
08/19/16	Weinberg, M.	0.20	E-file and coordinate service of hearing agenda.	57.00
08/19/16	Brustman, C.	0.50	E Filing adjournment of hearing for S Dasaro	167.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/19/16	Brustman, C.	3.00	Assisting with preparation, and e filing fee statement and declaration.	1,005.00
08/22/16	Agudelo, J.	2.70	Prepare for and morning conference call with RG team, client (0.7); prepare for and office conference with R&G team regarding case update and next steps post-sale (2.0).	2,214.00
08/22/16	Dasaro, S.	1.50	Coordinate submission of proposed order re: removal motion, draft and file notice of cancellation of August 23 hearing.	952.50
08/22/16	McGee, W.	2.70	Meet with R&G team to discuss case status (1.8); follow-up tasks related to the same (0.9).	1,458.00
08/22/16	Sutton, A.	1.80	Transition meeting with R&G Team	657.00
08/22/16	Weinberg, M.	0.30	Draft notice of appearance for Denton bankruptcy case.	85.50
08/22/16	Weinberg, M.	0.70	E-file and coordinate service of certificate of no objection for motion to extend removal (0.3); emails with J. Agudelo regarding Denton filing notices (0.2); e-file and coordinate service of notice of cancellation of hearing (0.2).	199.50
08/23/16	Agudelo, J.	3.70	Prepare for, office conference with R. Martin regarding status, next steps in case (1.6); prepare for, office conference with R&G team regarding tasks (2.1).	3,034.00
08/23/16	McGee, W.	3.40	Meet with R&G team to discuss task list (1.3); follow-up correspondence regarding the same (.2); revise task list based on meeting (1.9).	1,836.00
08/23/16	Walkingshaw, P.	0.30	Meet with R&G team regarding organization and assignment of tasks.	162.00
08/23/16	Weinberg, M.	0.10	Save hearing transcript to Filesite.	28.50
08/24/16	McGee, W.	0.30	Discuss task list with team.	162.00
08/25/16	Galardi, G.	0.20	Address insurance issues	246.00
08/25/16	Agudelo, J.	1.00	Revise task list (0.7); confer with R. Martin, A. McGee regarding same (0.3).	820.00
08/25/16	Sutton, A.	2.30	Meeting with S. Dasaro and R. Gonzalez for transition and review (1); meeting with S. Dasaro to review final transition information and begin shells of filing documents (1); Call with Jonathan Agudelo to discuss plan for OCP (.3)	839.50
08/30/16	Agudelo, J.	0.20	Confer with A. McGee regarding task list of assignments.	164.00
08/30/16	Alexander, K.	0.70	Confer and correspond re budget and review same (0.5); confer with J. Sturm re case matters (0.2).	605.50
08/30/16	McGee, W.	0.20	Revise task list.	108.00

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/31/16	Agudelo, J.	0.80	Confer with G. Galardi regarding upcoming filings (0.4); review procedural rules in connection with same (0.4).	656.00
		<hr/>		<hr/>
Total Hours		71.90	Total Amount \$	44,568.00

File No.: 112782-0021 Business Operations/Strategic Planning

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Galardi, G.	4.10	Weekly update call with senior management (.7); board call (.8); follow-up calls with independent director re: cases status and variety of issues (.8); begin working on legal review of various claims and matters for independent board members (.6); review resolutions (.5); follow-up call re: resolutions and next steps with Board (.7)	5,043.00
08/01/16	Gill, J.	2.80	Telephone call with G. Galardi on special committee (0.4); telephone call with Board on special committee and litigation (0.8); review special committee resolutions (0.4); telephone call with S. Kaneyasu-Speck re: same (0.3); telephone call with K. Alexander re: same(0.3); review H. Jenkins' draft (0.3); review NDA standstill (0.3).	2,884.00
08/01/16	Gill, J.	1.80	Telephone call with G. Galardi on litigation (0.3); telephone call with Board on litigation (0.9) and telephone call with G. Galardi on special committee (0.6).	1,854.00
08/01/16	Agudelo, J.	2.60	Telephonically attend board executive sessions (1.0); prepare for board meeting (0.2); telephonically attend same (0.7); edit board resolutions per J. Gill (0.4); telephone conference with H. Jenkins regarding same (0.1); e-mails with J. Gill, H. Jenkins regarding same (0.2).	2,132.00
08/01/16	Alexander, K.	1.40	Telephone conference with H. Dietrick, N. Denton, W. Holden and Ropes team (.5); follow up with W. Holden (.1); confer with G. Galardi re case matters (.6); review and analysis of pending matters (.2).	1,211.00
08/01/16	Jenkins, H.	3.80	Attention to the drafting of the special committee board resolutions and emails and calls related thereto, including communication with Cayman counsel (2.7); draft NDA relating to the auction process (0.5); conform the APA and providing other relevant documentation to bidders in the data room (0.6).	2,090.00
08/02/16	Galardi, G.	2.40	Calls and emails with General counsel re: case update and follow-up (.6); Work on independent committee issues and retention (.7); calls with independent committee member re: issues, next steps and governance (.8); review and comment on resolutions (.3).	2,952.00

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Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/02/16	Gill, J.	0.80	Correspond with G. Galardi on resolutions (0.3); review litigation correspondence (Tillman) (0.2); review Maples' correspondence regarding special resolution (0.3).	824.00
08/02/16	Jenkins, H.	0.40	Finalize special committee board resolutions (0.4).	220.00
08/04/16	Galardi, G.	2.20	Update call with Company re: numerous issues (.7); Board call (.6); follow-up calls with Independent board member re: status and issues (.6); address governance documents and issues (.3).	2,706.00
08/04/16	Agudelo, J.	0.50	Telephonically attended board update call (0.5).	410.00
08/04/16	Alexander, K.	1.10	Telephone conference with company re pending matters (0.8); telephone conference with S. Dasaro re same (0.1); confer with G. Galardi, J. Agudelo regarding same (0.2).	951.50
08/05/16	Jenkins, H.	0.70	Draft the board minutes from the August 4th meeting (0.7).	385.00
08/08/16	Galardi, G.	2.50	Update call with senior management and advisers (.5); follow-up re: materials for board (.4); Address numerous issues from independent board member, including drafts of documents (1.60).	3,075.00
08/08/16	Alexander, K.	0.50	Update call with company and G. Galardi (.3); review and revise order for entry (.2).	432.50
08/09/16	Galardi, G.	1.10	Multiple calls with GC re: numerous issues and strategy matters (.6); calls with independent board members re: information requests and issues (.5).	1,353.00
08/10/16	Galardi, G.	4.20	Work on plan structuring agreement and ancillary documents (2.7); calls and emails with Scott Tillman (.6); conference call re: plan structuring agreement with H. Dietrick and S. Tillman (.6); follow-up emails re: same (.3).	5,166.00
08/10/16	Alexander, K.	0.20	Confer and correspond with team re operational and lease issues.	173.00
08/11/16	Galardi, G.	2.80	Update call with Senior management (.6); prepare materials for Board (.4); attend board meeting (.7); follow-up calls with Independent board member re: numerous issues (.3); work on document for independent board members (.8).	3,444.00
08/11/16	Agudelo, J.	0.70	Telephonically attend board meeting with RG team, HL team (for portion).	574.00
08/12/16	Galardi, G.	3.60	Calls and emails with the independent director (.9); work on documents for independent director and calls re: same with	4,428.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/13/16	Galardi, G.	1.40	third parties (2.4); follow-up on issues and next steps (.3). Calls and emails with Independent Director regarding various sale related matters and issues (.6); work on plan structures for the independent director (.8).	1,722.00
08/14/16	Galardi, G.	3.30	Work on numerous matters for Special Committee re: auctions, sale, litigation and other matters and calls and emails re: same.	4,059.00
08/15/16	Galardi, G.	2.40	Pre-call with Special Committee re: bids (.4) prepare for Board call on UNV bid (.3); attend Board and Special Committee call re: UNV Bid (1.1); follow-up calls with Special Committee re: bid issues and next steps strategy (.6).	2,952.00
08/15/16	Gill, J.	0.80	Correspondence regarding non-disparagement commitments (0.4) and research broader non-disparagement forms (0.4).	824.00
08/16/16	Galardi, G.	0.60	Address next steps re: potential plan structure and issues.	738.00
08/17/16	Galardi, G.	0.60	Call with Board re: Auction and next steps.	738.00
08/19/16	Galardi, G.	0.80	Work on post-closing planing re: plan, allocation and asset recovery.	984.00
08/23/16	Galardi, G.	0.20	Address post-closing insurance.	246.00
08/25/16	Galardi, G.	0.90	Prepare for and participate in board call update.	1,107.00
08/25/16	Martin, D.	1.00	Attended telephonic board call	1,170.00
08/25/16	Agudelo, J.	1.20	Confer with K. Alexander regarding budget (0.2); weekly board call with G. Galardi, R. Martin (0.7); update call with W. Holden, H. Dietrick, R. Martin (0.3).	984.00
08/31/16	Galardi, G.	0.60	Call with Heather Dietrick re: numerous business, operational and litigation issues (.6)	738.00
Total Hours		54.00	Total Amount	\$ 58,570.00

File No.: 112782-0022 Committee Matters/Meetings

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Alexander, K.	0.20	Confer with counsel to Committee re NDA and follow up re same.	173.00
08/02/16	Galardi, G.	0.40	Email exchanges re: discovery requests (.1); follow-up re: production and issues with company and litigation team (.3)	492.00
08/04/16	Galardi, G.	0.70	Final review of Committee NDAs	861.00
08/04/16	Agudelo, J.	0.50	Telephone conference with L. Bierut regarding Committee requests (0.2), e-mails with same regarding same (0.2), e-mail to J. Butler, A. Schaller of Houlihan Lokey regarding same (0.1).	410.00
08/04/16	Alexander, K.	1.60	Review and revise NDA (1.2); telephone conference with G. Galardi re same (.4).	1,384.00
08/05/16	Galardi, G.	3.40	Review and finalize NDAs (.7); call with Committee counsel and Deloitte re: same (.4); review Committee 327(e) objection (.4); emails and calls re: same UST and Committee (.6); work with 327(e) professionals re: disclosure issues and committee objection (.8); address committee information requests (.5)	4,182.00
08/05/16	Alexander, K.	2.00	Review and revise NDAs (1.6); confer and correspond re same with G. Galardi (.3) and counsel to committee (.1).	1,730.00
08/06/16	Galardi, G.	0.40	Address committee inquiry	492.00
08/07/16	Galardi, G.	0.20	Obtain facts and respond to committee inquiry (.2)	246.00
08/08/16	Galardi, G.	0.90	Call with committee re: numerous matters (.5); follow-up internally re: issues, documents and other committee matters (.3); finalize wage order on severance (.1)	1,107.00
08/08/16	Agudelo, J.	1.20	Telephone conference with counsel for Committee, G. Galardi regarding status update (1.0); confer with RG team regarding documents for Committee (0.2).	984.00
08/08/16	Alexander, K.	0.30	Telephone conference with counsel to committee and follow up re same.	259.50
08/08/16	McGee, W.	1.10	Review Committee motion regarding confidential and privileged information (.8); summarize the same (.3).	594.00
08/09/16	Galardi, G.	0.20	Review and respond to Committee information requests	246.00
08/10/16	McGee, W.	0.40	Summarize revised motion filed by the Committee (.3); draft correspondence to J. Agudelo regarding the same (.1).	216.00
08/12/16	Galardi, G.	0.90	Prepare for and have call with Committee counsel re: numerous issues (.8); follow-up re: same on sale update (.1)	1,107.00

Our Reference #: 112782-0022

Joint Group: 112782.Aug

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/12/16	Alexander, K.	0.30	Correspondence re NDA issues.	259.50
08/12/16	Sturm, J.	0.50	Call with UCC counsel regarding 327(e) objections, sale issues and pending matters (0.5)	447.50
08/13/16	Galardi, G.	1.10	Prepare for and have call with Committee re: bidding matrix and related matters (.9); follow-up emails re: various matters on sale related issues (.2)	1,353.00
08/15/16	Galardi, G.	1.70	Calls and emails with committee re: sale and auction issues (.7) ;committee call re: alternative bid from Univision (.8); follow-up re: same with W. Russell and Board determination (.2)	2,091.00
08/22/16	Galardi, G.	0.40	Follow-up re: NDAs and information	492.00
08/22/16	Agudelo, J.	0.20	Confer with Simpson Thacher team regarding Silicon Valley bank documents.	164.00
08/24/16	Galardi, G.	0.20	Address committee requests	246.00
08/24/16	Agudelo, J.	0.90	Confer with R. Martin regarding D&O Policies (0.3); confer with RG team regarding preparation of same for Committee professionals (0.4); email same to Committee professionals (0.2).	738.00
08/25/16	Galardi, G.	0.20	Address committee information request re: Denton	246.00
08/26/16	Galardi, G.	0.20	Address Committee DIP budget inquiry (.2); address Denton non-compete inquiry (.1)	246.00
08/30/16	Galardi, G.	0.40	Emails and calls re: committee document requests	492.00
Total Hours		20.50	Total Amount	\$ 21,258.50

File No.: 112782-0023 Creditor & Shareholder Inquiries

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/04/16	Agudelo, J.	0.60	E-mail to M. Sybert and client regarding query from Name Action Chile (0.4), review database in connection with same (0.2).	492.00
08/05/16	Agudelo, J.	0.40	E-mails with possible contract party regarding inquiry (0.1); e-mails with client and M. Sybert regarding same (0.2); e-mail with G. Galardi regarding Fastly inquiry (0.1).	328.00
Total Hours		1.00	Total Amount \$	820.00

File No.: 112782-0024 Corporate Matters

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Han, E.	3.30	Research issues re: trademark assignment (0.8); correspondence with T. Czebiniak re: trademark assignment (0.4); telephone call with E. Cannella re: recording trademark assignment (0.3); review chain of title for trademark (1.8).	2,293.50
08/03/16	Gill, J.	0.40	Correspondence on NYS registration (0.3); correspond on stock plan (0.1).	412.00
08/04/16	Agudelo, J.	0.70	Telephone conference with client, T. Czebiniak regarding USPTO filing (0.5); office conference with T. Czebiniak regarding same (0.2).	574.00
08/04/16	Czebiniak, T.	1.20	Prepare for and attend call with client, J. Agudelo to discuss steps regarding IP filings (1.0); office conference with J. Agudelo regarding same (0.2).	846.00
08/05/16	Czebiniak, T.	1.40	Prepare updated trademark documentation for filing with PTO (1.4).	987.00
08/09/16	Han, E.	0.70	Review trademark assignment (0.5); correspondence with E. Cannella and T. Czebiniak re: same (0.2).	486.50
08/09/16	Agudelo, J.	0.20	Confer with G. Galardi, client regarding corporate planning issues.	164.00
08/10/16	Czebiniak, T.	0.40	Finalize trademark documentation and circulate to client.	282.00
08/16/16	Waterbury, S.	0.30	Read email correspondence on HSR preparation for different bidder and PNO guidance.	217.50
08/26/16	Agudelo, J.	0.80	Confer with T. Czebiniak regarding IP issues (0.3); draft email to client, RG team regarding same (0.5).	656.00
08/26/16	Czebiniak, T.	1.00	Review trademark registries (US, CA, EU) for registrant information of scheduled marks.	705.00
08/29/16	Han, E.	0.20	Correspondence with T. Czebiniak re: IP filings.	139.00
08/29/16	Agudelo, J.	0.10	Confer with K. Alexander regarding company organizational documents.	82.00
08/29/16	Czebiniak, T.	3.70	Begin draft of memo to client re: IP filings.	2,608.50
08/30/16	Han, E.	2.00	Correspondence with T. Czebiniak re: trademark filings (0.4); review trademark record (1.3); telephone call with E. Cannella regarding same (0.3).	1,390.00
08/30/16	Agudelo, J.	0.20	Confer with R. Martin regarding corporate governance issues.	164.00
08/30/16	Czebiniak, T.	4.80	Confer with trademark counsel re: IP filings (1.5); revise first draft of memo to client re: same (3.3).	3,384.00

Our Reference #: 112782-0024

Joint Group: 112782.Aug

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/31/16	Galardi, G.	0.40	Review memo re: intellectual property title.	492.00
08/31/16	Han, E.	3.00	Review and revise memo re: trademark filings (2.6); correspondence and telephone calls with T. Czebiniak re: same (0.4).	2,085.00
08/31/16	Agudelo, J.	0.70	Confer with T. Czebiniak regarding IP due diligence issues (0.7).	574.00
08/31/16	Czebiniak, T.	4.80	Finalize memorandum to client summarizing IP filings and circulate.	3,384.00
08/31/16	Durette, E.	2.40	Draft letter to Canadian Intellectual Property Office regarding IP filing issues (1.1); attend call with Univision counsel to discuss license of Gawker URL (1.3).	1,668.00
Total Hours		32.70	Total Amount	\$ 23,594.00

File No.: 112782-0025 Employee Benefits issues

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/01/16	Galardi, G.	0.10	Address employment issues.	123.00
08/02/16	Galardi, G.	1.10	Address Hungarian employment matters (.3); call with Union representative re: CBA (.6); address follow-up on severance and employee transitions (.2).	1,353.00
08/05/16	Galardi, G.	0.40	Review and respond to emails re: CBA issues.	492.00
08/09/16	Dasaro, S.	0.40	Work on, and correspondence regarding proposed wages order (.4).	254.00
08/11/16	Galardi, G.	0.20	Call with Union counsel re: objection.	246.00
08/13/16	Ebb, P.	0.50	Emails with team regarding non-disparagement agreement.	495.00
08/13/16	Galardi, G.	0.30	Follow-up re: committee request on employee severance.	369.00
08/15/16	Ebb, P.	0.40	Review union materials (0.4).	396.00
08/15/16	Ebb, P.	1.40	Address client questions regarding non-disparagement agreements and severance (1.4).	1,386.00
08/15/16	Galardi, G.	0.20	Calls and emails with WGAE counsel.	246.00
08/16/16	Ebb, P.	0.80	Review collective bargaining agreement regarding removal of posts.	792.00
08/18/16	Galardi, G.	0.10	Address employee issue.	123.00
Total Hours		5.90	Total Amount	\$ 6,275.00

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alperovich, Alexandra	5.50	900.00	4,950.00
Arnaboldi, Leo P III	6.60	1,400.00	9,240.00
De Silva, Joanne M.	6.80	920.00	6,256.00
Ebb, Peter L	3.10	990.00	3,069.00
Galardi, Gregg	191.20	1,230.00	235,176.00
Gill, Jonathan P.	88.50	1,030.00	91,155.00
Martin, D. Ross	49.60	1,170.00	58,032.00
Burke, Thomas	2.90	850.00	2,465.00
Florence, Justin G.	3.20	895.00	2,864.00
Han, Erica L.	9.20	695.00	6,394.00
Johnson, Deidre J.	5.60	900.00	5,040.00
Winograd, Michael S.	35.70	885.00	31,594.50
Agudelo, Jonathan	212.10	820.00	173,922.00
Alexander, Kristina K.	45.80	865.00	39,617.00
Bierut, Elizabeth	47.60	550.00	26,180.00
Bresa, Lindita	10.20	820.00	8,364.00
Cianci, Mark	9.40	765.00	7,191.00
Cormier, Jennifer	4.10	765.00	3,136.50
Czebiniak, Taras	17.30	705.00	12,196.50
Dasaro, Stacy A.	103.90	635.00	65,976.50
Durrette, Elisa	3.50	695.00	2,432.50
Hussain, Saqib M.	27.40	455.00	12,467.00
Jenkins, Hannah	51.00	550.00	28,050.00
Kaneyasu-Speck, Shaw	67.20	820.00	55,104.00
Kim, Hanah	43.60	470.00	20,492.00
McGee, William A.	80.30	540.00	43,362.00
Roche, Edward F.	38.60	540.00	20,844.00
Rosa, Claire	3.90	810.00	3,159.00
Siegle, Emerson A.	15.20	625.00	9,500.00
Sturm, Joshua Y.	99.60	895.00	89,142.00
Sullivan, James	42.00	470.00	19,740.00
Sutton, Averell H.	7.20	365.00	2,628.00
Walkingshaw, Peter	12.40	540.00	6,696.00
Walsh, Kevin	10.10	215.00	2,171.50
Waterbury, Simone L. F.	2.40	725.00	1,740.00
Wheeler, Richard H.	7.50	245.00	1,837.50
Zaragoza, Kevin J.	4.00	820.00	3,280.00
de Padua, S. Alexandra	11.90	635.00	7,556.50
Brustman, Charles D.	21.80	270.00	5,886.00
Callahan, Mark T	4.70	310.00	1,457.00
Dias, Jessica	3.00	205.00	615.00
Gonzalez, Roberto	90.70	350.00	31,745.00
Weinberg, Meir	40.80	285.00	11,628.00
Hon, Fuk Chau	5.60	215.00	1,204.00
Brustman, Charles R.	4.00	335.00	1,340.00
Total Hours	1,556.70	Total Amount \$	1,176,896.00*

* Does not reflect reduction of \$1,516.00 applied to travel time.

Our Reference #: 112782

Joint Group: 112782.Aug

Invoice No.: 1038508
 Invoice Date: October 20, 2016
 Federal Tax ID: 04-2233412

GK Media
 c/o Opportune LLP
 Attn: William D. Holden
 10 East 53rd Street, 33rd Floor
 New York, NY 10022

FOR PROFESSIONAL SERVICES rendered through September 30, 2016.

112782-0002	Reporting (MOR/SEC)	
Services		\$ 1,738.00
112782-0004	Litigation	
Services		132,104.50
112782-0005	Tax Matters	
Services		23,482.50
112782-0008	R&G Retention & Fee Applications	
Services		26,665.00
112782-0011	Investigations	
Services		1,353.00
112782-0012	Sales	
Services		180,672.00
112782-0013	Claims	
Services		43,535.00
112782-0014	Travel	
Services		1,912.00
	50% Adjustment to Services	<u>-956.00</u>
Total Services		956.00
112782-0015	Debtor-In-Possession/Cash Collateral	
Services		52,502.50
112782-0016	Other Retention & Fee Applications	
Services		31,054.50
112782-0017	Executory Contracts/Leases	
Services		23,199.00
112782-0018	Plan and Disclosure Statement	
Services		369,421.50

Our Reference #: 112782
 Joint Group: 112782.0916

112782-0019	Hearings	
Services		3,306.00
112782-0020	Administration	
Services		33,531.00
112782-0021	Business Operations/Strategic Planning	
Services		32,019.50
112782-0022	Committee Matters/Meetings	
Services		36,673.00
112782-0023	Creditor & Shareholder Inquiries	
Services		1,409.00
112782-0024	Corporate Matters	
Services		19,071.50
112782-0025	Employee Benefits Issues	
Services		7,464.00
112782-0026	Relief from Stay & Adequate Protection	
Services		28,742.00
Total Services		\$ 1,048,899.50

Disbursements and Charges

Color Photocopy	78.10	
Computer Assisted Research	8,511.38	
Courier Service	571.69	
CourtCall Charges	155.00	
Lien Searches	652.00	
Photocopy	234.50	
Postage	22.95	
Recording Fees	140.00	
Tabs and Binding	14.88	
Transcript of Testimony	550.01	
USPTO Charges	1,095.00	
Total Disbursements and Charges		12,025.51
TOTAL		\$ 1,060,925.01

Payment Instructions		
Mail checks to: Ropes & Gray LLP Mail Code: 11104 P.O. Box 11839 Newark, NJ 07101-8138	ACH Fund & Domestic Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 153 East 53rd Street New York, NY 10043 ABA No.: 021-000-089 Account No: 4997537106	International Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 111 Wall Street New York, NY 10005 Swift Code: CITIUS33 Account No: 4997537106

File No.: 112782-0002 Reporting (MOR/SEC)

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Galardi, G.	0.70	Review and comment on MOR (0.3); call with Opportune re: same (0.4).	861.00
09/01/16	Agudelo, J.	0.20	Email to UST regarding July monthly operating report.	164.00
09/02/16	Agudelo, J.	0.10	Confer with M. Weinberg regarding July MOR.	82.00
09/02/16	Weinberg, M.	0.20	E-file and coordinate service of MOR.	57.00
09/19/16	Agudelo, J.	0.10	Emails with W. Holden regarding UST request for records.	82.00
09/27/16	Agudelo, J.	0.40	Emails with S. Abdel, G. Galardi regarding August MOR (0.2); email to UST regarding same (0.2).	328.00
09/28/16	Agudelo, J.	0.10	Email with G. Zipes regarding August MOR statement.	82.00
09/29/16	Agudelo, J.	0.10	Email with S. Abdel regarding August MOR.	82.00
Total Hours		1.90	Total Amount	\$ 1,738.00

File No.: 112782-0004 Litigation

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Galardi, G.	1.70	Work on issues re: existing litigation and lifting of stay issues (0.8); calls and emails with counsel for individual defendants to coordinate filings (0.9).	2,091.00
09/01/16	Agudelo, J.	0.60	Confer with R&G team regarding procedural issues in respect of adversary proceeding stipulation.&	492.00
09/01/16	Hussain, S.	1.00	Correspond with client to obtain relevant company records (0.1); conduct statutory research in connection with a litigation filing (0.9).	455.00
09/02/16	Galardi, G.	0.60	Address republication threat (0.3); address Ayyadurai and Terrill actions and stipulation (0.3)	738.00
09/02/16	Hussain, S.	3.10	Research applicable bankruptcy rules in connection with draft motion (2.4); draft outline of motion (0.7).	1,410.50
09/05/16	Galardi, G.	0.30	Address Ayyadurai and Terrill deadline issues for company lift stay	369.00
09/06/16	Bierut, E.	0.80	Discuss litigation issue with P. Walkingshaw (0.4); analyze litigation-related memo (0.4).	440.00
09/06/16	Hussain, S.	3.70	Draft outline for Rule 2004 motion.	1,683.50
09/06/16	Sturm, J.	0.20	Review correspondence regarding Rule 2004 motion.	179.00
09/06/16	Walkingshaw, P.	0.60	Prepare for, discuss litigation matter with E. Bierut.	324.00
09/08/16	Galardi, G.	0.90	Work on litigation strategy re: claims and pending litigations (0.4); draft extended emails re: same and next steps (0.5)	1,107.00
09/08/16	Martin, D.	1.00	Meeting with L. Bierut re 2004 motion.	1,170.00
09/08/16	Bierut, E.	2.10	Discuss litigation issues with D. Martin (1.5); analyze outline of litigation issues (0.6).	1,155.00
09/09/16	Galardi, G.	0.70	Call re: lift stay and company position on litigations and demands with LSKS	861.00
09/09/16	Bierut, E.	6.10	Correspond with D. Martin regarding litigation issues (0.2); gather documents for litigation issues (0.9); analyze outline of litigation issues (2.0); draft litigation document (3.0).	3,355.00
09/11/16	Agudelo, J.	0.30	Email to R&G team regarding background materials in connection with disputes.	246.00
09/12/16	Galardi, G.	1.10	Work on litigation strategy re: various potential affirmative claims	1,353.00
09/12/16	Martin, D.	1.80	Formulation of rule 2004 discovery (0.5); revision of rule 2004 outline (1.3).	2,106.00
09/12/16	Bierut, E.	9.90	Draft 2004 motion (7.0); research litigation issues in connection with same (2.9).	5,445.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/12/16	Gonzalez, R.	1.00	Revise set of documents re Gawker material from 2004 motion materials (0.5); supplement binder of Gawker 2004 motion material (contents and table of contents) with new documents (0.5).	350.00
09/13/16	Galardi, G.	2.40	Call with Levine re: ongoing litigation and Company strategy (0.9); work on affirmative claims and analysis and next steps (0.8); call with counsel to various plaintiffs re: potential settlement structure and issues (0.7).	2,952.00
09/13/16	Martin, D.	2.70	Call with LSKS regarding Bollea I issues (1.0); review of rule 2004 issues on prima facie tort claim (1.7).	3,159.00
09/13/16	Bierut, E.	6.90	Continue drafting 2004 motion (2.9); revise 2004 motion (4.0).	3,795.00
09/14/16	Martin, D.	1.00	Telephone conference with D. Wendlandt regarding discovery strategy (0.5); meeting with same regarding Rule 2004 Motion (0.5).	1,170.00
09/14/16	Wendlandt, D.	3.60	Prepare for, call with R. Martin to review R. 2004 motion and plan issues (0.8); meeting with R. Martin re: discovery motion (0.5); review Rule 2004 motion and edits to same (2.3).	3,492.00
09/14/16	Bierut, E.	6.90	Analyze comments to 2004 motion (1.9); research litigation issues in connection with same (1.0); revise 2004 motion (4.0).	3,795.00
09/14/16	Dottin, C.	0.20	Confer with R. Martin on the creation of a series of demonstratives for upcoming client presentation.	59.00
09/15/16	Bierut, E.	2.70	Revise litigation brief (2.5); research litigation issue in connection with same (0.2).	1,485.00
09/16/16	Galardi, G.	1.90	Prepare for and attend call with Bollea counsel re: modification of stay (0.6); follow-up re: same with client (0.2); work on 2004 discovery strategy (0.7); work on claims objection strategy (0.7).	2,337.00
09/16/16	Martin, D.	3.50	Call with Bollea counsel regarding lift stay (0.4); revisions to 2004 motion draft (3.1).	4,095.00
09/16/16	Dottin, C.	2.20	Prepare and edit first draft of a series of demonstratives for upcoming client presentation as per R. Martin.	649.00
09/17/16	Martin, D.	3.70	Draft and revise Rule 2004 Motion.	4,329.00
09/18/16	Martin, D.	5.50	Revise Rule 2004 Motion.	6,435.00
09/19/16	Galardi, G.	0.60	Call with LSKS re: status of stay negotiations and litigations	738.00
09/19/16	Martin, D.	2.80	Review Rule 2004 motion and provide comments (0.4); revise loan structure slide	3,276.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(0.3); revise slides regarding plan and process (2.1).	
09/19/16	Wendlandt, D.	1.00	Review Rule 2004 motion.	970.00
09/19/16	Bierut, E.	0.40	Analyze issues in 2004 motion (0.4).	220.00
09/19/16	Dottin, C.	1.30	Edit demonstratives for upcoming client presentation as discussed with R. Martin.	383.50
09/20/16	Martin, D.	1.20	Comment on 2004 motion.	1,404.00
09/20/16	Wendlandt, D.	3.40	Edits to Rule 2004 motion (1.8); call with L. Bierut regarding Rule 2004 motion facts (0.5); e-mails regarding same (0.3).	3,298.00
09/20/16	Bierut, E.	1.70	Discuss 2004 motion with D. Wendlandt (0.5); discuss litigation issues with client (0.2); analyze documents for 2004 motion (1.0).	935.00
09/21/16	Galardi, G.	1.70	Work on 2004 request and strategy (1.1); review settlement proposal from plaintiff (0.3); follow-up re: same and next steps (0.2); follow-up re: stay modifications (0.1).	2,091.00
09/21/16	Martin, D.	0.80	Review of 2004 exam motion.	936.00
09/21/16	Wendlandt, D.	0.50	Meeting with L. Bierut regarding Rule 2004 motion.	485.00
09/21/16	Bierut, E.	6.30	Discuss litigation issues with D. Wendlandt (0.5); revise 2004 motion (4.0); research law for 2004 motion (1.8).	3,465.00
09/21/16	Gonzalez, R.	0.90	Prepare courtesy copy of selected documents for the Court (0.6); arrange and monitor delivery of documents to Court (0.3).	315.00
09/22/16	Galardi, G.	1.10	Call with LSKS re: status of stay modification and next steps (0.6); follow-up re: same and settlement offers (0.5)	1,353.00
09/22/16	Martin, D.	1.80	Analysis of stays for publication litigation, and timing with motions to dismiss (0.8); telephone conference with D. Wendlandt regarding Rule 2004 motion (1.0).	2,106.00
09/22/16	Wendlandt, D.	7.00	Edits to Rule 2004 Motion (4.5); attend to emails regarding discovery (0.50); telephone conference with Ross Martin regarding R 2004 Motion (1.0); additional edits to Rule 2004 Motion (1.0).	6,790.00
09/22/16	Bierut, E.	4.10	Revise 2004 motion (3.1); research litigation issue related to same (1.0).	2,255.00
09/22/16	Gonzalez, R.	0.70	Revise set of documents to be used in connection with 2004 motion (0.4); revise index to reflect new documents (0.3).	245.00
09/23/16	Martin, D.	1.50	Analysis of Huon and William litigation issues (1.2); telephone conference with C. Dottin regarding loan structure slides (0.3).	1,755.00
09/23/16	Wendlandt, D.	2.00	Edits to Rule 2004 Motion.	1,940.00
09/23/16	Agudelo, J.	0.30	Confer with A. McGee regarding lift stay stipulation.	246.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/23/16	Dottin, C.	0.80	Prepare for, call with R. Martin regarding demonstratives (0.5); begin preparing second set of demonstratives as discussed with R. Martin (0.3).	236.00
09/24/16	Wendlandt, D.	2.00	Edits to Rule 2004 Motion.	1,940.00
09/24/16	Bierut, E.	1.60	Revise 2004 motion (1.6).	880.00
09/24/16	Dottin, C.	3.00	Continue preparing demonstratives as discussed with R. Martin (3.0).	885.00
09/25/16	Wendlandt, D.	1.80	Edits to Rule Motion.	1,746.00
09/25/16	Bierut, E.	1.00	Revise 2004 motion (1.0).	550.00
09/26/16	Galardi, G.	0.40	Address 2004 motion with Independent Director and others	492.00
09/26/16	Wendlandt, D.	1.00	Edits to Rule Motion.	970.00
09/26/16	Bierut, E.	0.80	Revise 2004 motion (0.8).	440.00
09/27/16	Galardi, G.	0.60	Call with LSKS re: litigation strategy on numerous matters (0.4); address 2004 facts and issues (0.2)	738.00
09/27/16	Martin, D.	1.80	Rule 2004 exam revisions.	2,106.00
09/27/16	Wendlandt, D.	3.00	Attend to Rule 2004 Motion; discovery requests and edits (2.6); call with E. Beirut regarding 2004 Motion (0.4).	2,910.00
09/27/16	Agudelo, J.	0.20	Emails with L. Bierut, M. Weinberg regarding Rule 2004 motion (0.1); emails with Prime Clerk regarding service of same (0.1).	164.00
09/27/16	Bierut, E.	5.90	Revise 2004 motion (4.0); draft litigation declaration (1.5); discuss 2004 motion with D. Wendlandt (0.4).	3,245.00
09/27/16	Gonzalez, R.	1.00	Prepare exhibits and perform quality control measures on the Declaration Of D. Ross Martin In Support Of The Motion Of The Debtors For Leave Pursuant To Rule 2004 Of The Federal Rules Of Bankruptcy Procedure To Conduct Discovery Concerning Potential Plan Issues And Potential Causes Of Action, And To Establish Discovery Response And Dispute Procedures (1.0).	350.00
09/27/16	Weinberg, M.	3.90	Cite-check and revise 2004 motion (2.9); revise declaration for same (0.5); emails with L. Bierut regarding same (0.3); emails regarding filing and service of same (0.2).	1,111.50
09/28/16	Martin, D.	1.20	Revisions to 2004 exam.	1,404.00
09/28/16	Wendlandt, D.	3.80	Edits to Rule 2004 Motion (2.0); review document requests (0.5); review comments on Rule 2004 motion and respond to same (0.8); edits regarding sonnenbock in connection with motion (0.5).	3,686.00
09/28/16	Agudelo, J.	0.70	Emails with L. Bierut, M. Weinberg regarding Rule 2004 motion (0.2); review	574.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			proposed lift stay order for Denton in Huon (0.3); emails with R. Martin regarding same (0.2).	
09/28/16	Bierut, E.	1.30	Revise 2004 motion and declaration (1.3).	715.00
09/28/16	McGee, W.	0.40	Correspondence with team regarding rule 2004 motion (0.3); confer with court regarding the same (0.1).	216.00
09/28/16	Gonzalez, R.	0.10	Revise exhibits and Declaration Of D. Ross Martin In Support Of The Motion Of The Debtors For Leave Pursuant To Rule 2004 Of The Federal Rules Of Bankruptcy Procedure To Conduct Discovery Concerning Potential Plan Issues And Potential Causes Of Action, And To Establish Discovery Response And Dispute Procedures (0.1).	35.00
09/28/16	Weinberg, M.	0.70	Prepare service list for 2004 motion (0.3); emails with L. Bierut regarding same (0.2); emails regarding finalizing 2004 motion and declaration (0.2).	199.50
09/28/16	Dottin, C.	1.10	Update demonstratives as discussed with R. Martin.	324.50
09/28/16	Greene, D.	3.00	Created new series of graphs and demonstratives for R. Martin related to plan structure.	645.00
09/29/16	Galardi, G.	0.70	Review revised 2004 motion (0.3); calls re: strategy on same (0.4)	861.00
09/29/16	Martin, D.	0.50	Office conference with D. Greene.	585.00
09/29/16	Wendlandt, D.	1.30	Attend to edits to Motion (1.0); review Harder email (0.3).	1,261.00
09/29/16	Bierut, E.	0.50	Revise 2004 motion and declaration (0.5).	275.00
09/29/16	Gonzalez, R.	0.60	Revise Declaration Of D. Ross Martin In Support Of The Motion Of The Debtors For Leave Pursuant To Rule 2004 Of The Federal Rules Of Bankruptcy Procedure To Conduct Discovery Concerning Potential Plan Issues And Potential Causes Of Action, And To Establish Discovery Response And Dispute Procedures to reflect new changes (0.3); create set of selected deposition material for further review (0.1); discussion with R. Allen regarding case material (0.2).	210.00
09/29/16	Dottin, C.	0.30	Meeting with R. Martin, D. Green regarding demonstratives.	88.50
09/29/16	Greene, D.	3.00	Updated, animated and created additional series of build slides demonstratives for R. Martin (2.7);graphics strategy meeting with R. Martin, C. Dottin (0.3).	645.00
09/30/16	Galardi, G.	0.20	Address removal motion (0.2)	246.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/30/16	Wendlandt, D.	1.00	Meeting with R&G team regarding discovery plan.	970.00
09/30/16	Agudelo, J.	1.10	Confer with G. Galardi regarding removal extension motion and related materials (0.2); draft same (0.9).	902.00
09/30/16	Bierut, E.	0.80	Discuss litigation issues with R&G team (0.5); summarize litigation issues (0.3).	440.00
09/30/16	Gonzalez, R.	2.20	Perform quality control measures regarding filings: Disclosure Statement For The Debtors' Joint Chapter 11 Plan Of Liquidation For Gawker Media Group, Inc., Gawker Media LLC, And Gawker Hungary KFT, Joint Chapter 11 Plan Of Liquidation For Gawker Media Group, Inc., Gawker Media LLC, And Gawker Hungary KFT, and the Order Approving (I) The Adequacy Of The Disclosure Statement, (II) Solicitation And Notice Procedures With Respect To Confirmation Of The Joint Chapter 11 Plan Of Liquidation For Gawker Media Group, Inc., Gawker Media LLC, And Gawker Hungary KFT, (III) The Form Of Ballots And Notices In Connection Therewith, And (IV) The Scheduling Of Certain Dates With Respect Thereto.	770.00
		Total Hours	175.10	Total Amount \$ 132,104.50

File No.: 112782-0005 Tax Matters

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/12/16	Arnaboldi, L.	0.30	Correspondence with Ross Martin regarding tax issues.	420.00
09/13/16	Arnaboldi, L.	1.00	Prepare for and participate in conference call with R&G team regarding tax issues.	1,400.00
09/13/16	Martin, D.	0.80	Telephone conference with team regarding plan tax issues.	936.00
09/13/16	Sturm, J.	4.50	Prepare for, call with R&G team regarding tax structuring issues relating to plan (1.5); research regarding plan tax structuring issues (1.9); begin revisions to plan to reflect revised tax structure (1.1).	4,027.50
09/13/16	Zaragoza, K.	0.80	Conference with L. Arnaboldi, R. Martin, J. Sturm regarding tax issues related to plan.	656.00
09/16/16	Galardi, G.	0.60	Work with Opportune on allocation tax issues.	738.00
09/20/16	Arnaboldi, L.	0.30	Attention to email from Ross Martin as to allocation issues in plan.	420.00
09/22/16	Arnaboldi, L.	0.30	Correspondence with Ross Martin and Kevin Zaragoza regarding Gawker plan tax issues.	420.00
09/23/16	Arnaboldi, L.	4.00	Prepare for and participate in conference call with Ross Martin, Kevin Zaragoza and others on tax issues in plan (2.0); draft email memo on tax issues to Ross Martin (2.0).	5,600.00
09/23/16	Martin, D.	1.00	Analysis of plan tax issues.	1,170.00
09/23/16	Walkingshaw, P.	1.20	Prepare for, call with R&G team regarding tax issues and research questions.	648.00
09/23/16	Zaragoza, K.	1.00	Conference with R&G team regarding tax issues in plan.	820.00
09/26/16	Galardi, G.	1.70	Numerous calls with Opportune re: Plan modeling issues and recovery/Tax issues (0.9); review and follow-up re: tax specialist comments and issues on plan structures (0.8).	2,091.00
09/27/16	Zaragoza, K.	0.30	Conference with R. Martin regarding tax issues in plan.	246.00
09/28/16	Arnaboldi, L.	1.40	Meeting with Kevin Zaragoza and Will Holden on tax issues (0.7); follow-up correspondence with Ross Martin (0.2); further review of allocation issues (0.5).	1,960.00
09/28/16	Zaragoza, K.	1.50	Review summary of tax issues (0.5); prepare for, conference with L. Arnaboldi and W. Holden (Opportune) regarding purchase price allocation (1.0).	1,230.00
09/29/16	Arnaboldi, L.	0.50	Participate in conference call with R&G team regarding tax issues.	700.00
Total Hours		21.20	Total Amount	\$ 23,482.50

File No.: 112782-0008 R&G Retention & Fee Applications

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Sutton, A.	3.00	Review invoice for first half of August in connection with fee statement.	1,095.00
09/02/16	Galardi, G.	0.80	Work on Monthly fee statement.	984.00
09/02/16	Sutton, A.	2.00	Continue review of August invoice in connection with fee statement (1.5); draft and send emails to OCP parties to obtain information for upcoming OCP (0.5).	730.00
09/06/16	Agudelo, J.	1.00	Confer with M. Alkaitis regarding August statement (0.7); confer with A. Sutton regarding same (0.3).	820.00
09/06/16	Sutton, A.	0.40	Discussion with M. Alkaitis concerning August fee statement.	146.00
09/09/16	Agudelo, J.	0.30	Confer with R&G team regarding R&G August fee statement.	246.00
09/10/16	Sutton, A.	2.50	Review August invoice in connection with fee application.	912.50
09/11/16	Agudelo, J.	0.20	Confer with A. Sutton regarding R&G August fee statement.	164.00
09/11/16	Sutton, A.	6.00	Continue to review timekeeper entries in connection with fee application (4.0); emails to R&G team concerning fee statement (2.0).	2,190.00
09/14/16	Galardi, G.	1.40	Review and edit time detail for August invoice.	1,722.00
09/14/16	Agudelo, J.	0.30	Confer with G. Galardi, M. Alkaitis regarding August fee statement.	246.00
09/15/16	Galardi, G.	0.80	Review and edit time detail for August invoice.	984.00
09/15/16	Agudelo, J.	0.30	Telephone conferences with G. Galardi, M. Alkaitis regarding August fee statement.	246.00
09/16/16	Galardi, G.	1.20	Review and revise time detail for privilege and billing categories.	1,476.00
09/16/16	Agudelo, J.	0.20	Office conference with M. Alkaitis regarding August fee statement (0.2).	164.00
09/19/16	Galardi, G.	1.20	Continue working on revised August invoice.	1,476.00
09/19/16	Agudelo, J.	5.40	Review August invoice in final preparation for fee statement (5.0); office conference with M. Alkaitis regarding same (0.2); e-mails with same regarding same (0.2).	4,428.00
09/20/16	Galardi, G.	0.90	Finalize August invoice.	1,107.00
09/20/16	Agudelo, J.	5.30	Review R&G August invoice (4.3); confer with G. Galardi regarding same (0.3); emails with M. Weinberg, A. Sutton regarding fee statement (0.5); e-mails with M. Weinberg regarding filing (0.2).	4,346.00
09/20/16	Sutton, A.	4.00	Work with R&G team to finalize Second Monthly Fee Statement for filing (4.0).	1,460.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/20/16	Weinberg, M.	4.90	Draft second monthly fee statement (3.7); correspond with J. Agudelo, A. Sutton, and Finance regarding same (1.0); e-file and coordinate service of same (0.2).	1,396.50
09/23/16	Agudelo, J.	0.20	Telephone conference with A. McGee regarding fee application.	164.00
09/23/16	McGee, W.	0.30	Prepare for, discuss first interim fee application with J. Agudelo.	162.00
		<hr/>		<hr/>
Total Hours		42.60	Total Amount \$	26,665.00

File No.: 112782-0011 Investigations

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/09/16	Galardi, G.	1.10	Continue analysis of intercompany and allocation issues, including review of documents (1.1)	1,353.00
		Total Hours	1.10	Total Amount \$ 1,353.00

File No.: 112782-0012 Sales

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/29/16	Gill, J.	5.00	Email and comment on Dundon NDA (Gawker) (0.4); telephone calls and correspondence with Univision counsel and client on Gawker.com assets (0.8); correspond on Canadian IT (0.4); telephone call with Istvan on VAT (0.4); correspondence on sale and Canadian payoff (0.6); correspond with Heather Dietrick on sale issues (0.3); correspond on issued contracts (J. Agudelo) (0.2); correspond with Univision counsel and client regarding winding down services and common interest agreements (1.3); review of 401(k) info sharing question and telephone call with client regarding same (0.3); telephone call with R. Martin regarding status (0.3).	5,150.00
08/30/16	Gill, J.	5.60	Participate in tax (US) telephone call with Opportune regarding sale (1.0); participate in 5th Avenue lease telephone call with Opportune and Camfor (0.2); review of transition issues and telephone call with Latham (0.9); participate in closing checklist telephone call with OMM/Latham (1.0); review of pay-off letter and sale issues (0.4); telephone calls and correspondence regarding closing issues (NWC, common interests and emails) (0.8); telephone call with Heather Dietrick on sale issues (0.8); telephone call and correspondence with Shannon Kirk regarding privilege (0.3); review of Hungarian tax issues relating to sale (0.2).	5,768.00
08/31/16	Gill, J.	5.50	Review of Hungary tax and coordination with PNC, Jalsovsky and OMM (0.5); telephone call with Gawker internal counsel on privilege issues (0.7); telephone call with Gawker IT and Heather on gawker.com issues (0.7); telephone call with Latham/OMM on gawker.com license (1.0); telephone call with F. Williams and Manolly on common interest (1.2); telephone call with R. Martin on privilege issues (0.3); review and revised common intent agreement (0.2); review, comment and analyze proposed email search terms (0.5); review correspondence with Buyer on US tax (0.4).	5,665.00
09/01/16	DeGraw, J.	0.20	Emails with R&G team re license terms.	212.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Galardi, G.	2.10	Calls and emails re issues re: Gawker.com transition (0.9); review and comment on transition services agreement (0.8); address additional assumed contracts (0.4).	2,583.00
09/01/16	Gill, J.	1.70	Telephone call with Hungary tax with PWC (0.6); update deal team and follow-up on tax (0.3); correspondence on privilege issues and to internal GC (0.4); license agreement correspondence (0.4).	1,751.00
09/01/16	Martin, D.	1.00	Call with Usatine re closing issues.	1,170.00
09/01/16	Agudelo, J.	6.20	Draft motion to assume contracts requested by Univision (4.0); confer with R&G team regarding same (0.6); confer with client regarding same (0.5); confer with Opportune team regarding same (0.3); emails with E. Durette regarding IP due diligence issues (0.4); telephone conferences with Prime Clerk team regarding upcoming filings (0.4).	5,084.00
09/01/16	Cianci, M.	0.60	Review Williams & Connolly revisions to draft common interest agreement governing privileged materials (0.4); call with S. Kaneyasu-Speck regarding same (0.2).	459.00
09/01/16	Durette, E.	2.70	Draft Excluded Assets License Agreement (2.5); emails with J. Agudelo regarding IP sale issues (0.2).	1,876.50
09/01/16	Jenkins, H.	3.70	Attention to one new non-disclosure agreement (0.6); draft and revise the Seller and Buyer Officer certificates (1.1); draft and revise the escrow agreement (0.8); KYC documentation regarding the escrow agreement (0.5); and emails and calls with clients and other side coordinating outstanding items (0.7).	2,035.00
09/01/16	Kaneyasu-Speck, S.	6.50	Participate in tax call and review emails regarding tax issues (1.0); discuss and draft schedule of excluded assets and license agreement (2.0); discuss and draft winding down services agreement and common interest agreement (1.8); call with M. Cianci regarding same (0.2); provide information and documents in response to buyer information requests (1.5).	5,330.00
09/01/16	Zaragoza, K.	1.50	Call with R&G team, I. Csovari, B. Besesek, A. Burjan, M. Pepperney, Z. Domjan, S. Varga, A. Burchiel regarding tax issues in sale (0.5); research and analyze tax issues (1.0).	1,230.00
09/02/16	DeGraw, J.	1.50	Review and revise draft license agreement (1.2); discuss changes and approach with E. Durette (0.2); emails with same regarding	1,590.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/02/16	Galardi, G.	3.30	same (0.1). Internal call with Gawker re: gawker.com election and issues (0.8); review revisions to license agreements (0.4); call with UNV re: closing issues (0.9); calls and emails re: sale closing matters and issues on wind down services (1.2).	4,059.00
09/02/16	Gill, J.	2.80	Telephone call with team (0.7); telephone call with CEO and President on license conditions (0.5); participated in privilege resolution call (0.6); drafting of various correspondence and inputs (1.0).	2,884.00
09/02/16	Martin, D.	1.40	Analysis of post-closing and license terms regarding privilege retention.	1,638.00
09/02/16	Agudelo, J.	2.20	Telephone conferences with P. Walkingshaw regarding research for motion to assume certain contracts in connection with sale (0.3); review same (0.4); edit motion (0.3); emails with R&G team regarding same (0.3); emails with T. Czebeniak, E. Durette regarding IP due diligence issues in connection with sale (0.5); confer with Opportune team regarding contracts to be assumed by buyer (0.5); emails with R&G team, Opportune team regarding independent contractor related request from buyer (0.9).	1,804.00
09/02/16	Durette, E.	7.10	Continue drafting Excluded Assets License Agreement (6.2); call with client to discuss Excluded Assets Agreement (0.9).	4,934.50
09/02/16	Jenkins, H.	2.70	Attention to incumbency certificates relating to KYC for the escrow agreement (0.6); edits to the escrow agreement (0.6); emails and calls with the Ropes and Opportune regarding outstanding independent contractor agreements (0.8); call with Ropes, Opportune and Gawker regarding the license agreement (0.6); and call with Ropes and Gray and Univision counsel regarding the closing checklist (0.6).	1,485.00
09/02/16	Kaneyasu-Speck, S.	5.80	Participate in closing checklist call (0.5); winding-down services agreement call (0.3); license agreement call (0.5); pay-off letters call (0.5) and excluded assets call (0.5); draft and revise amendment to asset purchase agreement (1.0); draft and revise winding down services agreement (1.0); draft and revise license agreement (1.5).	4,756.00
09/02/16	Sullivan, J.	0.80	Draft updates to closing checklist (0.8).	376.00
09/02/16	Walkingshaw, P.	3.20	Legal research in support of motion to	1,728.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			assume executory contracts (2.9); telephone conferences with J. Agudelo regarding same (0.3).	
09/02/16	Zaragoza, K.	0.10	Telephone conference with S. Kaneyasu-Speck regarding tax matters relating to services agreement.	82.00
09/03/16	Galardi, G.	0.60	Review and respond to emails re: sale issues	738.00
09/03/16	Kaneyasu-Speck, S.	4.00	Draft and revise winding down services agreement (2.0); draft and revise common interest agreement (1.0); correspond with internal team regarding transaction (1.0).	3,280.00
09/04/16	Galardi, G.	1.20	Review current flow of funds memo (0.3); review emails re: license and wind down agreement open issues and address same (0.9).	1,476.00
09/04/16	Kaneyasu-Speck, S.	1.50	Draft and revise license agreement (1.0); send agreements to opposing counsel (0.5).	1,230.00
09/05/16	Galardi, G.	0.90	Review emails re: various agreements with UVN (0.4); begin reviewing revised license and wind down agreements (0.5).	1,107.00
09/05/16	Agudelo, J.	0.20	Confer with R&G team, W. Holden regarding independent contractor related request from buyer.	164.00
09/05/16	Kaneyasu-Speck, S.	0.80	Respond to purchaser questions regarding transaction documents.	656.00
09/05/16	Sullivan, J.	0.90	Compile signature pages for closing (0.9).	423.00
09/06/16	DeGraw, J.	0.30	Emails, conference with E. Durette re license agreement changes (0.1); review same (0.2).	318.00
09/06/16	Galardi, G.	5.40	Call re: Bank Accounts and closing issues (0.7); call re: closing lists and open items (0.6); call re: license agreement and issues (0.9); call re: winding down agreement and issues (0.8); emails and follow-up calls re: numerous APA closing issues and possible solutions (0.8); review latest forms of agreements (1.6).	6,642.00
09/06/16	Gill, J.	5.20	Telephone call with internal team on wording of services agreement (1.0); Gawker Closing - review and participate in license agreement telephone call with Buyer (0.5); review common interest agreement (0.4); review privilege email plans and participate in telephone calls and correspondence regarding same (1.2); review closing issues and closing telephone call with Buyer (1.6); review independent contractor issue via internal correspondence and telephone calls (0.5).	5,356.00
09/06/16	Martin, D.	0.70	Analysis of closing structure and license.	819.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/06/16	Agudelo, J.	1.30	Emails with R&G team regarding sale deliverables (0.2); emails with Prime Clerk team, Opportune teams regarding revised notice parties (0.4); emails with R&G team regarding Fifth Avenue lease assumption and assignment (0.3); confer with L. Bauck regarding employee benefit contracts in connection with sale (0.2); emails with R&G team regarding same (0.2).	1,066.00
09/06/16	Cianci, M.	0.90	Review proposed UniModa revisions to draft common interest agreement (0.7); correspondence with J. Gill re same (0.2).	688.50
09/06/16	Durette, E.	3.80	Revise draft License Agreement per comments.	2,641.00
09/06/16	Jenkins, H.	4.60	Attention to closing checklist call with Univision counsel and Ropes and Gray (1.1); call with W. Holden and J. Gill regarding the winding up services agreement (0.9); compiling and circulating signature page packets (1.6); emails and documentation relating to outstanding KYC requirements (0.3); edits relating to Seller officer certificate (0.4); emails with Gawker regarding post-closing press release (0.3).	2,530.00
09/06/16	Kaneyasu-Speck, S.	9.90	Calls to discuss license agreement and winding-down services agreement (1.4); call to discuss closing checklist (1.0); draft and revise license agreement and winding-down services agreement (5.5); provide information and documents in response to buyer information requests (1.0); review funds flow (0.5); review closing checklist (0.5).	8,118.00
09/06/16	Sullivan, J.	1.90	Draft closing documentation including signature pages (0.8); Attend closing checklist call with R&G team and Seller counsel (1.1).	893.00
09/07/16	DeGraw, J.	0.40	Review proposed license agreement changes (0.2); discuss same with E. Durette (0.1); emails re same (0.1).	424.00
09/07/16	Galardi, G.	4.40	Work on numerous sale closing issues including revisions to license and winding down agreements, pay off and pay down letters, lease matters, privilege protections (4.1); address Kinja managing director and post-closing issues (0.3).	5,412.00
09/07/16	Gill, J.	4.30	Prepared closing correspondence and participated in telephone calls with client regarding lease, privilege, winding-down services (2.8); telephone call with Buyer on	4,429.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/07/16	Agudelo, J.	1.50	closing call (1.0); telephone call with Buyer regarding pay-off letter (0.5). Emails with R&G team regarding sale related issues in connection with hearing next week (0.7); telephone voicemail to Unimerica counsel regarding same (0.1); telephone voicemail to Latham regarding same (0.1); confer with J. Gill, S. Kaneyasu-Speck regarding deliverables (0.6).	1,230.00
09/07/16	Cianci, M.	1.40	Revise draft common interest agreement and correspondence with J. Gill and S. Kaneyasu-Speck regarding same (0.8); circulating same to working group with comments (0.2); correspondence with client and S. Kaneyasu-Speck re further revision to same (0.3).	1,071.00
09/07/16	Durette, E.	0.80	Further revise draft License Agreement (0.6); attend telephone call with client to discuss e-mail migration (0.2).	556.00
09/07/16	Jenkins, H.	3.20	Attention to draft escrow agreement and related KYC (0.7); call with Ropes and Gray and Univision counsel regarding outstanding items (0.6); license and winding down services agreement (0.8); and edits and related documentation for the funds flow (1.1).	1,760.00
09/07/16	Kaneyasu-Speck, S.	9.00	Draft and revise license agreement (3.0); participate in closing checklist call (1.0); review and process Hungary closing items (1.0); work on funds flow (3.0); work on estimated closing statement (1.0).	7,380.00
09/07/16	Sturm, J.	0.20	Review correspondence from J. Agudelo regarding outstanding sale issues	179.00
09/08/16	DeGraw, J.	0.30	Review license agreement draft (0.2); discuss same with E. Durette (0.1).	318.00
09/08/16	Galardi, G.	2.40	Continue to work on closing issues with UNV, secured parties and contract parties (2.4).	2,952.00
09/08/16	Gill, J.	2.60	Review closing correspondence (0.3); telephone call with S. Kaneyasu-Speck regarding checklist (0.2); review of wind-down distribution (0.4); prepare for and attend Board telephone call (0.7) and closing check list telephone call (1.0).	2,678.00
09/08/16	Agudelo, J.	5.20	Confer with M. Zelina of Latham on bankruptcy court matters in connection with closing (1.3); confer with Opportune team regarding contracts to be assumed/assigned to buyer (1.0); review Viddler contract in connection with same (0.2); emails with	4,264.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			R&G team regarding same and cure procedure (0.6); confer with client, R&G team regarding sale deliverables (0.3); prepare for, telephone conference with counsel for Unimerica regarding outstanding cure objection (0.3); attend portion of closing checklist call (0.3); telephone conference with TSG regarding auction transcript (0.2); emails with R&G team regarding motion to assume contracts in connection with sale (0.5); emails with Prime Clerk regarding service of sale-related notice documents (0.3); email, telephone conference with A. McGee, M. Weinberg regarding debtors' address change upon closing (0.2).	
09/08/16	Durette, E.	0.90	Further revise draft License Agreement (0.6); communicate with Buyer's counsel regarding License Agreement (0.3).	625.50
09/08/16	Jenkins, H.	2.00	Attend closing check in call with Ropes and Gray and Univision counsel (0.6); create execution versions of the exhibits to the purchase agreement (0.8); emails with Gawker regarding next steps and outstanding items (0.6).	1,100.00
09/08/16	Kaneyasu-Speck, S.	7.40	Participate in call to discuss license agreement (0.4); draft and revise license agreement (1.0); draft and revise winding-down services agreement (1.0); participate in call to discuss closing checklist (1.0); review Hungary closing documents (2.0); internal correspondence regarding logistical matters relating to closing (1.8); telephone conference with J. Gill regarding same (0.2).	6,068.00
09/08/16	McGee, W.	0.70	Collect addresses for UniModa motion to assume.	378.00
09/09/16	Galardi, G.	3.90	Work on final resolution of agreements and sale closing including license and winding down agreement, pay offs and funds flow (3.9).	4,797.00
09/09/16	Gill, J.	3.50	Review winding-down services and comment (0.5); review closing correspondence and email access questions (0.5); participated in closing telephone call regarding steps to be taken and "all hands" (1.8); follow-up regarding license and winding-down services (0.7).	3,605.00
09/09/16	Agudelo, J.	4.30	Emails, telephone conference with Viddler regarding contract (0.3); emails with R&G team regarding same (0.6); emails, telephone	3,526.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/09/16	Jenkins, H.	3.40	conferences with M. Zelina of Latham regarding certain contracts the buyer seeks to assume/assign (0.4); revise notice of sale closing (0.3); confer with G. Galardi regarding same (0.4); revise motion to assume certain contracts (0.8); email to R&G team regarding same (0.3); confer with A. McGee regarding schedule for same (0.3); emails with Prime Clerk team regarding same (0.2); emails with Latham team regarding same (0.2); confer with W. Holden, G. Galardi regarding employee ACH process going forward (0.5). Attention to ensuring all closing conditions, including delivery Buyer signature pages, is complete (0.7); create execution versions of additional purchase agreement exhibits (1.4); closing call with Ropes and Gray and Univision counsel (0.5); finalizing the funds flow (0.4); call and emails with client regarding litigation disclosures (0.4).	1,870.00
09/09/16	Kaneyasu-Speck, S.	3.00	Discuss Hungary managing director appointment with Hungary counsel (1.0); discuss privilege search process with client (0.5); negotiate and revise winding down services agreement (1.0); negotiate and revise license agreement (0.5).	2,460.00
09/09/16	Sturm, J.	0.40	Review draft notice of sale closing (0.2); review correspondence from J. Agudelo regarding same (0.2)	358.00
09/12/16	Gill, J.	1.20	Internal correspondence regarding special resolution (0.2); GMGI action for new GK manager, correspondence and review LLC Agreement (0.5); correspond with Hungary counsel about post-closing (0.2); correspond with J. Sturm regarding GMGI (0.3).	1,236.00
09/12/16	Agudelo, J.	0.40	Confer with M. Zelina of Latham regarding post-closing items (0.2); emails, telephone conference with M. Weinberg regarding filing of notice of sale closing (0.2).	328.00
09/12/16	Jenkins, H.	2.70	Attention to creation of execution deal documents (1.2); draft post-closing board resolutions relating to post-closing management of Gawker (0.9); internal Ropes and Gray emails relating to post-closing corporate governance of Gawker (0.6).	1,485.00
09/12/16	Weinberg, M.	0.20	E-file and coordinate service of notice of sale closing.	57.00
09/13/16	Agudelo, J.	0.80	Telephone conference with M. Zelina of	656.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/13/16	Jenkins, H.	0.60	Latham regarding contracts to be assumed in connection with sale (0.2); confer with Opportune team regarding same (0.2); emails with Prime Clerk regarding mailing of post-closing designation notices (0.4). Attention to post-closing intellectual property filings and original signature pages related thereto.	330.00
09/13/16	Kaneyasu-Speck, S.	0.60	Discuss Hungary director appointment and name change with Hungary counsel (0.6).	492.00
09/14/16	Agudelo, J.	2.50	Telephone conferences with M. Zelina regarding motion to assume new contracts (0.3); emails with H. Kim regarding same (0.3); telephone conferences, emails with A. McGee regarding same (0.5); revise motion (0.5); e-mail same to Latham team (0.2); revise assumption schedule (0.3); e-mail to W. Holden regarding same (0.2); email to W. Holden regarding post-closing designation notice (0.2).	2,050.00
09/14/16	Kim, H.	0.20	Review insurance related documents in connection with assignment to Univision.	94.00
09/14/16	McGee, W.	1.20	Confer with J. Agudelo regarding motion to assume schedule (0.2); draft the same (0.7); correspondence with Opportune regarding the same (0.3).	648.00
09/15/16	Agudelo, J.	0.60	Telephone conference with client regarding post-closing sale issues (0.3); emails with client regarding contracts assumed by buyer (0.3).	492.00
09/16/16	Agudelo, J.	2.50	Telephone conference, e-mails with client regarding contracts that may be assumed by Univision (0.3); confer with Prime Clerk regarding same (0.2); e-mails with L. Bauck of Opportune regarding Unimerica contracts (0.2); e-mail with M. Zelina, A. Raichilson of Latham regarding Univision correspondence received vendor (0.1); emails with client regarding same (0.2); telephone conferences with M. Zelina regarding motion to assume/assign certain contracts to Univision (0.3); revise motion in connection with same (1.2).	2,050.00
09/16/16	McGee, W.	1.20	Revise assignment schedule in connection with sale (0.9); confer with J. Agudelo regarding the same (0.3).	648.00
09/17/16	Agudelo, J.	0.30	Revise motion to assume contracts and assign to Univision (0.2); e-mail to R&G team regarding same (0.1).	246.00
09/17/16	McGee, W.	0.10	Correspondence with team regarding motion	54.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/19/16	Agudelo, J.	0.30	to assume/assign (0.1). Emails with M. Zelina of Latham regarding motion to assume/assign certain contracts to Univision.	246.00
09/19/16	McGee, W.	0.30	Correspondence with team, Prime Clerk regarding motion to assume and assign contracts in connection with sale.	162.00
09/20/16	Jenkins, H.	1.60	Attention to executing and compiling deal documents relating to the Univision purchase.	880.00
09/20/16	McGee, W.	0.60	Correspondence with team relating to motion to assume/assign certain contracts in connection with sale (0.2); prepare the same for filing (0.4).	324.00
09/20/16	Weinberg, M.	0.40	Review and finalize motion to assume and assign contracts to Univision (0.2); e-file and coordinate service of same (0.2).	114.00
09/21/16	Agudelo, J.	0.80	Emails with M. Zelina of Latham regarding post-closing designated contract list (0.2); revise notice (0.2); email to R&G team regarding deal documents (0.1); emails with Prime Clerk regarding service of post-closing designated contracts list (0.3).	656.00
09/22/16	Gill, J.	0.30	Review and redact license agreement.	309.00
09/22/16	Agudelo, J.	2.20	Prepare for, telephone conference with client regarding contracts to be assumed (0.8); confer with G. Galardi regarding same (0.2); telephone conference with M. Zelina of Latham regarding post-closing designated notice and contracts (0.4); several e-mails with same regarding same (0.3); emails with Prime Clerk regarding assigned contracts schedule (0.5); e-mails with Latham regarding additional contract to be assumed/assigned (0.3).	1,804.00
09/22/16	Kaneyasu-Speck, S.	0.20	Review license agreement and propose redactions.	164.00
09/23/16	Agudelo, J.	0.60	Telephone conference with M. Zelina of Latham regarding post-closing designation notice (0.2); e-mails with same regarding same (0.1); emails with Prime Clerk regarding same (0.2); email to W. Holden regarding Univision letter sent to vendors (0.1).	492.00
09/26/16	Agudelo, J.	4.00	Emails with E. Goldstein of Goodwin regarding United Healthcare contract to be assumed/assigned to Univision (0.3); emails with M. Zelina of Latham regarding same (0.1); emails with client regarding Fastly cure payment (0.2); email to Fastly attorney	3,280.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			regarding same (0.1); emails with client regarding post-closing designation notice cure amounts (0.2); telephone conference with S. Abdel regarding same (0.2); emails with M. Zelina regarding same (0.2); final review of assignment schedule (1.4); review notice relating to same (0.2); emails with Latham team regarding same (0.5); email to client regarding same (0.2); emails with M. Weinberg regarding filing (0.2); emails with Prime Clerk regarding edits to mailing list, filing (0.2).	
09/26/16	Weinberg, M.	0.30	Compile motion to assume contracts for J. Agudelo (0.2); emails regarding filing (0.1).	85.50
09/27/16	Agudelo, J.	1.70	Telephone conferences with M. Zelina regarding post-closing designation notice (0.4); confer with S. Kaneyasu-Speck regarding same (0.2); telephone conference with same an M. Zelina regarding same (0.2); telephone conference with S. Abdel regarding same (0.1); emails with M. Zelina regarding same (0.1); final review of notice (0.2); emails with M. Weinberg regarding filing of same (0.2); emails with Prime Clerk regarding service of same (0.3).	1,394.00
09/27/16	Weinberg, M.	0.30	Revise designation notice of assumption and assignment (0.1); e-file and coordinate service of same (0.2).	85.50
09/28/16	Agudelo, J.	0.50	Emails with S. Abdel regarding cure payments relating to contracts assigned to Univision (0.2); emails with W. Holden regarding assumed/assigned contract (0.2); review assumption list in connection with same (0.1).	410.00
09/29/16	Agudelo, J.	0.20	Confer with G. Galardi regarding assumed and assigned contracts.	164.00
Total Hours		211.90	Total Amount	\$ 180,672.00

File No.: 112782-0013 Claims

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Kim, H.	0.70	Confirm claim notice party addresses.	329.00
09/02/16	Agudelo, J.	0.50	Confer with R&G team regarding bar date (0.4); confer with R. Martin regarding secured claims (0.1).	410.00
09/03/16	Sturm, J.	1.00	Correspondence with R. Martin and G. Galardi regarding amount of second lien claim (0.5); preliminary research regarding same (0.5).	895.00
09/04/16	Sturm, J.	2.60	Research regarding amount of second lien claim (2.2); correspondence with R. Martin regarding same (0.4).	2,327.00
09/06/16	Galardi, G.	0.20	Address proof of claim requests.	246.00
09/06/16	Agudelo, J.	0.10	Confer with client regarding bar date.	82.00
09/06/16	Sturm, J.	0.50	Review copies of amended and restated intercompany notes (0.5).	447.50
09/07/16	Agudelo, J.	1.80	Confer with Opportune team regarding correspondence from potential claimant (0.2); review correspondence in connection with same (0.2); confer with H. Kim regarding notice addresses (0.1); telephone conferences with Prime Clerk team regarding same and mailings (0.8); telephone conference with K. Perenyi of Jalsovszky regarding claim (0.3); confer with G. Galardi regarding claims (0.2).	1,476.00
09/08/16	Martin, D.	0.20	Call with J. Strum regarding make-whole claim.	234.00
09/08/16	Agudelo, J.	0.90	Confer with H. Kim on notice issues (0.5); confer with M. Weinberg regarding same (0.2); confer with client regarding same (0.2).	738.00
09/08/16	Kim, H.	1.70	Confirm notice parties from new documents.	799.00
09/08/16	McGee, W.	0.40	Review documents to identify addresses for notices.	216.00
09/08/16	Sturm, J.	1.90	Call with R. Martin regarding second lien make-whole claim (0.2); correspondence with A. McGee regarding precedent decisions regarding fixed-rate make whole (0.2); research cases regarding same (0.5); Correspondence with R. Martin and Ropes team regarding same (1.0).	1,700.50
09/08/16	Weinberg, M.	0.20	Review R&G team correspondence and gather additional addresses for service of notices.	57.00
09/09/16	Agudelo, J.	0.60	Confer with H. Kim regarding addresses for notices (0.2); review same (0.2); confer with Prime Clerk team regarding same (0.2).	492.00
09/09/16	Kim, H.	1.10	Confirm notice parties based on new	517.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/09/16	Graham, L.	3.00	documents from client; correspond with PrimeClerk on service.	780.00
09/14/16	Agudelo, J.	0.30	Assist H. Kim and J. Agudelo with reviewing third party correspondence to Gawker (1.4); create chart of same with relevant contact information to use for notices (1.6).	246.00
09/15/16	Galardi, G.	0.30	Emails with H. Baer of Prime Clerk regarding affidavits of service in respect of bar date notices (0.1); review same (0.2).	369.00
09/15/16	Agudelo, J.	0.80	Address claims bar date notice (0.2); address Prime Clerk claims registry (0.1). Telephone conference with G. Galardi regarding bar date notices (0.1); emails, telephone conference with M. Weinberg regarding same (0.2); emails with Prime Clerk regarding same (0.2); e-mails with G. Galardi, R. Martin regarding claims filed (0.3).	656.00
09/15/16	Weinberg, M.	0.20	Call with J. Agudelo regarding bar date notices.	57.00
09/16/16	Galardi, G.	0.20	Address Union question re: claims.	246.00
09/16/16	Agudelo, J.	2.00	Draft motion to set bar date for certain administrative expense claims.	1,640.00
09/16/16	Agudelo, J.	0.20	Review Affidavit of Service prepared by Prime Clerk for second publication notice (0.1); e-mail with H. Baer of Prime Clerk regarding same (0.1).	164.00
09/17/16	Agudelo, J.	0.50	Revise motion to set administrative claims bar date (0.4); email to R&G team regarding same (0.1).	410.00
09/19/16	Galardi, G.	0.30	Address bar date issues.	369.00
09/19/16	Agudelo, J.	1.10	Edit A. McGee's email for independent contractors (0.1); email to same regarding same (0.1); confer with M. Weinberg regarding bar date notices (0.4); e-mail to G. Galardi regarding same (0.2); e-mails with Prime Clerk regarding same (0.3).	902.00
09/19/16	Sturm, J.	3.00	Review GMGI org documents regarding equity interest priorities (1.3); correspondence with J. Gill regarding same (0.9); correspondence with R. Martin regarding same (0.8).	2,685.00
09/19/16	Weinberg, M.	4.00	Review litigations and correspondence and compile bar date notice chart for J. Agudelo (3.7); calls with J. Agudelo regarding same (0.3).	1,140.00
09/20/16	Galardi, G.	0.70	Review and analyze issues re: CN make whole claim (0.3); final review of administrative bar date motion (0.4).	861.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/20/16	Agudelo, J.	1.00	Revise motion to set bar date for certain general administrative claims (0.5); emails with G. Galardi regarding same (0.3); emails with M. Weinberg regarding filing of same (0.2).	820.00
09/20/16	Sturm, J.	5.40	Office conference with J. Gill regarding GMGI cap tables (0.5); call with J. Duncan regarding same (0.7); review waterfall spreadsheet regarding same (1.1); office conferences with R. Martin regarding same (0.5); calls and correspondence with finance team regarding perfection of second lien (0.6); office conferences with R. Martin regarding same (0.2); office conference with R. Martin, G. Galardi regarding potential Debtor claims against third parties (0.8).	4,833.00
09/20/16	Weinberg, M.	0.40	Revise administrative claims motion (0.2); e-file and coordinate service of same (0.2).	114.00
09/21/16	McGee, W.	0.60	Research related to claims.	324.00
09/23/16	Martin, D.	0.40	Call with P. Walkingshaw regarding claim objections research.	468.00
09/23/16	Agudelo, J.	0.40	Emails with G. Galardi regarding claims register (0.2); emails with Prime Clerk regarding same (0.2).	328.00
09/23/16	Walkingshaw, P.	0.40	Call with R. Martin regarding research question regarding potential claim objections.	216.00
09/25/16	Galardi, G.	0.40	Address issues re: CN make-whole.	492.00
09/26/16	Galardi, G.	2.10	Address issues and arguments on CN Make-Whole (0.6); call with Latham re: Make-Whole settlement proposal (0.7); address I. Fette claim request (0.4); review intercompany proofs of claim (0.4).	2,583.00
09/26/16	Martin, D.	0.60	Office conference with P. Walkingshaw regarding claim objections.	702.00
09/26/16	Agudelo, J.	1.50	Draft Debtors' proofs of claims (0.3); draft Debtors' requests for payment (0.3); draft proof of claim template (0.5); draft request for payment template (0.2); emails with G. Galardi regarding same (0.2).	1,230.00
09/26/16	Walkingshaw, P.	0.60	Meet with R. Martin regarding potential claim objection issues.	324.00
09/26/16	Graham, L.	2.50	Assist A. McGee with preparing Proof of Claims with addendums to be filed with Prime Clerk (2.1); scan date stamped copies for A. McGee's review (0.4).	650.00
09/27/16	Galardi, G.	0.70	Follow-up with CN re: settlement proposal (0.3); review XP Vehicles claim and follow-up (0.4).	861.00
09/27/16	Agudelo, J.	0.60	Confer with R. Martin regarding debtor	492.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			proofs of claim and requests for payment (0.2); revise same (0.3); email same to R. Martin (0.1).	
09/28/16	Galardi, G.	1.60	Prepare for and meeting CN and attorneys for settlement conference (1.4); follow-up re: same and next steps on proposal (0.2).	1,968.00
09/28/16	Agudelo, J.	2.10	Emails with R&G team regarding Debtors' claims (0.3); office conference with W. Holden regarding same (0.1); revise claim addenda based on Committee comments (0.3); office conferences with L. Graham regarding same (0.5); emails with same regarding same (0.2); e-mails with Prime Clerk regarding claims register (0.3); email to R&G team regarding same (0.2); emails with S. Abdel regarding accounts payable related claims (0.2).	1,722.00
09/28/16	Graham, L.	4.00	Assisted J. Agudelo with preparing Proof of Claims with addendum and Request for Payment of Administrative Claims.	1,040.00
09/29/16	Galardi, G.	0.90	Review AJ Daulerio claim (0.2); review and follow-up re: anonymous claim (0.2); begin working on claims objection strategy re: claims filed (0.5).	1,107.00
09/29/16	Agudelo, J.	1.50	Emails with attorney for AOL regarding proofs of claim process (0.3); review filed proofs of claim (0.3); email to Committee regarding same (0.1); emails with Prime Clerk regarding claims register (0.2); emails with R&G team regarding unidentified claimant sealing motion and order (0.4); emails with G. Galardi and counsel for Daulerio regarding Daulerio claim (0.2).	1,230.00
09/29/16	Graham, L.	0.50	Assisted J. Agudelo with scanning date stamped copies of Proof of Claims with addendum and Request for Payment of Administrative Claims for his review.	130.00
09/30/16	Agudelo, J.	0.50	Review claims register (0.1); emails with PrimeClerk regarding same (0.2); emails with R&G team regarding same (0.2).	410.00
Total Hours		59.70	Total Amount	\$ 43,535.00

File No.: 112782-0014 Travel

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/09/16	Brustman, C.	2.50	Travel to and from Gawker to collect client files per G. Galardi.	675.00
09/13/16	Galardi, G.	0.90	Non-working travel to and from Court	1,107.00
09/28/16	Graham, L.	0.50	Deliver Proofs of Claim and requests for payment to Prime Clerk.	130.00
Total Hours		3.90		
				Total \$ 1,912.00
				Travel billed less 50% -956.00
Total Amount				\$ 956.00

File No.: 112782-0015 Debtor-In-Possession/Cash Collateral

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
08/31/16	Gill, J.	0.40	Telephone call with Martin on plan and pay-off issues (0.4).	412.00
09/01/16	De Silva, Joanne	3.70	Attention to CN payoff letter (1.8); review sale order (0.2); attention to Cerberus payoff letter (1.5); follow up regarding letters of credit (0.2).	3,404.00
09/01/16	Bresa, L.	0.60	Attention to payoff and LC matters (0.6).	492.00
09/01/16	Kaneyasu-Speck, S.	1.00	Internal correspondence regarding debt financing matters.	820.00
09/02/16	De Silva, Joanne	1.20	Attention to CN payoff letter.	1,104.00
09/02/16	Martin, D.	1.20	Review of payoff letter drafts.	1,404.00
09/02/16	Bresa, L.	1.80	Internal calls on CN payoff (1.0); attention to CN payoff letter (0.8).	1,476.00
09/02/16	Kaneyasu-Speck, S.	2.00	Draft and revise pay-off letter.	1,640.00
09/02/16	Sturm, J.	0.40	Review correspondence among R. Martin and finance/corporate teams regarding revisions to payoff letter	358.00
09/03/16	Galardi, G.	0.30	Begin addressing make-whole issue.	369.00
09/04/16	Galardi, G.	0.40	Review emails re: Pay Off and Pay Down of outstanding secured debt.	492.00
09/04/16	Kaneyasu-Speck, S.	2.00	Draft and revise pay-off letters.	1,640.00
09/06/16	Agudelo, J.	0.40	Confer with B. Tong of Schulte regarding DIP payoff, related issues (0.3); confer with J. Gill regarding same (0.1).	328.00
09/06/16	Bresa, L.	1.10	Correspondence with Schulte on payoff letters (0.3); correspondence on guarantees (0.5); correspondence with L. Corrigan on lien searches (0.3).	902.00
09/06/16	Corrigan, L.	3.90	Attention to preparing and distributing signature pages in advance of closing (0.8); attention to research relating to payoff issues (1.8); calls and emails related to same with R&G team (0.3); coordinate with the Cerberus team re UCCs and IP terminations and circulate comments to the CN DACA Termination Letter and Release of Security Interest in IPs to the CN team (0.8); calls and emails with R&G team related to same (0.2).	1,833.00
09/06/16	Kaneyasu-Speck, S.	0.50	Review payoff letters.	410.00
09/06/16	Kolpin, D.	2.30	Conduct research regarding payoff issues per L. Corrigan.	828.00
09/07/16	De Silva, Joanne	3.00	Attention to Cerberus payoff letter (0.5); attention to Cerberus UCC-3 financing statements (0.5); attention to CN payoff letter (1.1); office conference with team regarding payoff issues (0.4); attention to status of Hungarian security documents	2,760.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			(0.5).	
09/07/16	Agudelo, J.	0.10	Confer with L. Bresa regarding payoff letters.	82.00
09/07/16	Bresa, L.	5.30	Correspondence with L. Corrigan on terminations, signature pages and timing (1.0); calls on CN payoff letters (0.6); attention to closing execution (0.3); correspondence with Hungarian counsel on Hungarian payoff matters (0.3); attention to CN payoff letter (1.5); attention to Cerberus payoff (1.0); prepare for, internal meeting on payoff matters (0.6).	4,346.00
09/07/16	Corrigan, L.	4.40	Meeting with J. De Silva to discuss payoff issues related research (0.4); calls and emails related to same (0.1); attention to gathering and compiling signature pages in advance of closing (1.10); attention to review of draft termination and amendment documents (UCCs, IP terminations, DACAs) (1.3); calls and emails related to same (0.3); status meeting with R&G team in advance of closing (0.5); coordinating with Cerberus and CN Teams re payoff letter drafts and domain name control agreements (0.6); calls and emails with R&G team related to same (0.1).	2,068.00
09/07/16	Kaneyasu-Speck, S.	3.00	Draft and revise debt payoff letter.	2,460.00
09/08/16	De Silva, Joanne	4.40	Attention to Cerberus payoff letter (1.0); attention to CN payoff letter (1.5); attention to releases and UCC-3 amendments (1.5); attention to Letter of Credit release mechanics (0.4).	4,048.00
09/08/16	Bresa, L.	3.20	Attention to CN and Cerberus payoff letters and terminations (2.5); attention to release of cash collateral (0.7).	2,624.00
09/08/16	Corrigan, L.	2.40	Attention to compiling signature pages in advance of closing (0.7); attention to review of CN draft UCC-3s and circulating comments to same (0.8); calls and emails with R&G team related to same (0.2); attention to DACA Terminations (0.6); calls and emails related to same (0.1).	1,128.00
09/08/16	Kaneyasu-Speck, S.	6.00	Draft and revise pay-off letters (2.0); coordinate with parties to finalize debt payoff logistics (2.0); discuss letter of credit release mechanics for lease with landlord's counsel (2.0).	4,920.00
09/09/16	Bresa, L.	1.00	Attention to payoff and closing (1.0).	820.00
09/09/16	Kaneyasu-Speck, S.	2.00	Coordinate debt payoff (1.5); coordinate return of letter of credit mechanics (0.5).	1,640.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/10/16	Bresa, L.	0.50	Correspondence with L. Corrigan on lien release.	410.00
09/12/16	Bresa, L.	0.50	Attention to filing of lien releases (0.5).	410.00
09/12/16	Corrigan, L.	2.50	Corresponding internally and with lender's counsel to ensure (i) the filing of the necessary UCC terminations, UCC amendments and IP terminations and (ii) the delivery of DACA termination notices (2.1); calls related to same (0.4).	1,175.00
09/12/16	Karasavidis, M.	1.00	Prepare security interest release for filing with the Patent and Trademark Office in connection with the trademark schedule.	345.00
09/13/16	Galardi, G.	0.60	Call with CN counsel re: make-whole issue.	738.00
09/13/16	Bresa, L.	0.60	Internal correspondence on Gawker lien release filings.	492.00
09/13/16	Corrigan, L.	0.50	Attention to CN release of security interest in copyright filing (0.4); calls and emails with R&G team related to same (0.1).	235.00
09/13/16	Corrigan, L.	0.10	Following up with the company re delivery of original signature pages.	47.00
09/13/16	Karasavidis, M.	1.00	Prepare Security Release for filing with the Copyright Office.	345.00
09/14/16	Corrigan, L.	0.30	Attention to post-closing filings and calls and emails related to same.	141.00
09/15/16	Galardi, G.	0.20	Address Cash account with US Trustee.	246.00
09/15/16	Agudelo, J.	0.10	Emails with W. Holden, L. Bresa regarding payoff letters.	82.00
09/15/16	Bresa, L.	0.60	Attention to release of cash collateral from SV.	492.00
09/16/16	Corrigan, L.	0.30	Attention to post-closing filings and calls and emails with R&G team related to same.	141.00
09/16/16	Kaneyasu-Speck, S.	0.50	Discuss letter of credit mechanics with landlord's counsel and bank's counsel.	410.00
09/19/16	Bresa, L.	0.20	Correspondence with Hungarian counsel on release agreements.	164.00
09/20/16	Bresa, L.	0.50	Correspondence with bankruptcy team on Kinja shares perfection.	410.00
09/20/16	Kaneyasu-Speck, S.	0.40	Discuss SVB accounts release process with bank's counsel.	328.00
09/21/16	Corrigan, L.	0.50	Circulating confirmation of UCC filings and following up re IP filings (0.4); calls and emails with R&G team related to same (0.1).	235.00
09/21/16	Kaneyasu-Speck, S.	0.20	Disciss SVB account release process with bank's counsel.	164.00
09/22/16	De Silva, Joanne	0.20	Attention to question regarding security interests.	184.00
09/22/16	Bresa, L.	0.40	Correspondence with bankruptcy team and Hungarian counsel on Kinja shares.	328.00

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/26/16	Karasavidis, M.	0.50	Attention to communication from USPTO regarding trademark release (0.2); prepare resubmission (0.3).	172.50
		Total Hours	70.20	Total Amount \$ 52,502.50

File No.: 112782-0016 Other Retention & Fee Applications

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Agudelo, J.	1.40	Emails, telephone conferences with A. McGee regarding Akin Gump retention application (0.8); telephone conference with docket manager regarding same (0.2); emails with Prime Clerk team regarding same (0.2); emails to Akin Gump, Committee, UST regarding status of same (0.2).	1,148.00
09/01/16	McGee, W.	1.70	Coordinate filing of Akin retention application (0.2); confer with J. Agudelo regarding the same (0.3); coordinate re-filing of Akin retention application (1.2).	918.00
09/02/16	Agudelo, J.	0.80	Emails with A. Sutton regarding OCP payments (0.2); confer with R&G team regarding Jalsovsky OCP payments (0.2); confer with A. McGee, M. Weinberg regarding Akin Gump retention application (0.2); email to UST's office regarding Citrin Cooperman retention application (0.1).	656.00
09/02/16	McGee, W.	0.80	Correspondence with R&G team regarding payment of OCP prepetition claim (0.2); confer with M. Weinberg regarding docket issue (0.2); correspondence with team regarding the same (0.4).	432.00
09/02/16	Weinberg, M.	0.40	Call with A. McGee regarding Akin Gump retention application filing (0.1); emails regarding same (0.2); call with court regarding same (0.1).	114.00
09/06/16	Agudelo, J.	0.60	Emails with R&G team regarding Duncan retention application (0.3); telephone conference with S. Ward of Levine Sullivan regarding Levine Sullivan's fee statement (0.3).	492.00
09/07/16	Agudelo, J.	0.50	Emails with A. Sutton regarding OCP payments (0.2); review OCP order in connection with same (0.2); confer with G. Galardi regarding Duncan retention application (0.1).	410.00
09/08/16	Galardi, G.	0.60	Call with Duncan re: withdrawal (0.2); address Akin retention objection (0.4).	738.00
09/08/16	Agudelo, J.	0.20	Emails with R&G team regarding Duncan application.	164.00
09/12/16	Agudelo, J.	1.20	Confer with A. McGee, G. Galardi regarding JB Duncan withdrawal (0.2); review pleading in connection with same (0.1); confer with Citrin Cooperman regarding retention application hearing tomorrow (0.4); review Committee objection to Akin retention (0.2); emails with R&G team	984.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			regarding same (0.2); emails with R. Albanese of Akin Gump regarding same (0.1).	
09/12/16	McGee, W.	1.20	Draft motion to withdraw Duncan retention application (0.7); correspondence with team regarding the same (0.1); Correspondence with team regarding Citrin retention application (0.4).	648.00
09/12/16	Sturm, J.	0.40	Review UCC Objection to Akin retention (0.2); correspondence with Ropes team regarding entry of 327(e) retention orders (0.2).	358.00
09/12/16	Weinberg, M.	0.20	E-file and coordinate service of notice of withdrawal of JB Duncan retention application.	57.00
09/13/16	Galardi, G.	0.40	Review committee objection to Akin (0.2); follow-up with Committee and Akin re: same (0.2).	492.00
09/13/16	Agudelo, J.	0.90	Revise Citrin Cooperman retention application following judge's comments regarding same (0.3); emails with G. Galardi, A. McGee regarding same (0.2); emails with G. Galardi regarding Cahill fee statement (0.1); confer with J. Sturm regarding special counsel retention order (0.3).	738.00
09/13/16	McGee, W.	1.00	Correspondence with R&G team regarding litigation counsel query on fee guidelines (0.2); confer with J. Sturm regarding submission of special counsel presentment orders (0.2); draft correspondence to court regarding the same (0.6).	540.00
09/14/16	Galardi, G.	0.40	Emails and calls re: Akin application with Committee, Akin and Independent Director.	492.00
09/14/16	Agudelo, J.	1.10	Telephone conference with A. McGee regarding Citrin application (0.1); e-mail regarding same (0.1); e-mails with R. Albanese of Akin Gump regarding Akin retention (0.2); emails with A. McGee regarding scheduling of same for hearing and pleading regarding same (0.2); emails, telephone conferences with Opportune team regarding payment of retained professionals (0.3); e-mails with M. Weinberg regarding same (0.2).	902.00
09/14/16	McGee, W.	1.60	Confer with J. Agudelo regarding submission of orders and scheduling issues (0.1); draft adjournment notice for Akin retention application (0.8); revise Citrin proposed order and draft email to chambers	864.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/14/16	Sturm, J.	0.20	regarding the same (0.7). Call with J. Agudelo regarding 327(e) retention order status.	179.00
09/14/16	Graham, L.	1.00	Assist A. McGee with preparing courtesy copy of revised Citrin Retention letter to be sent to Judge Bernstein (0.8); coordinate the same to be courier to Courthouse (0.2).	260.00
09/14/16	Weinberg, M.	0.40	Review fee statements and chart of fees for J. Agudelo (0.3); emails regarding same (0.1).	114.00
09/15/16	Agudelo, J.	0.90	Emails with G. Galardi, A. McGee regarding Akin retention application (0.3); emails with Opportune team, A. McGee regarding Opportune July fee statement (0.2); emails with S. Ward of Levine Sullivan regarding its fee statement (0.3); emails with J. Sturm, A. McGee regarding same. (0.1).	738.00
09/15/16	McGee, W.	1.90	Review Committee application to retain Dentons Europe (0.5); summarize the same (0.2); correspondence with team regarding July Opportune fees (0.2); discuss 327(e) fee applications with J. Sturm (0.2); correspondence with law firms regarding same (0.5); review Opportune July fee statement (0.3).	1,026.00
09/15/16	Sturm, J.	0.70	Correspondence with J. Agudelo coordinating assistance with 327(e) counsel fee statements (0.2); office conferences with A. McGee regarding same (0.3); review correspondence with 327(e) counsel regarding preparation of fee statements (0.2).	626.50
09/15/16	Weinberg, M.	0.20	Draft Opportune July monthly fee statement.	57.00
09/16/16	McGee, W.	1.10	Follow-up related to Citrin retention application (0.4); correspondence with team regarding same (0.2); correspondence with Brannock regarding fee application (0.3); call with court regarding retention orders (0.2).	594.00
09/16/16	Sturm, J.	0.40	Correspondence with 327(e) counsel regarding fee statement requirements and retention order (0.4).	358.00
09/17/16	McGee, W.	0.20	Correspondence with team regarding 327(e) fee applications (0.2).	108.00
09/18/16	McGee, W.	1.10	Summarize STB monthly statement for team (0.5); review Opportune July fee statement (0.4); correspondence regarding LSKS fee question with team (0.2).	594.00
09/19/16	Agudelo, J.	1.00	Emails with A. McGee regarding special counsel retention order (0.1); telephone conferences with same regarding same (0.3);	820.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			e-mail with J. Levitin of Cahill regarding fee statement (0.1); emails with Prime Clerk regarding service of same (0.1); emails with A. McGee, J. Sturm regarding reaching out to special counsel firms with respect to fee statements (0.2); e-mails with A. Sutton regarding OCP order (0.2).	
09/19/16	McGee, W.	2.70	Correspondence with court regarding 327(e) retention orders (0.3); review and compile documents in connection with the same (1.1); confer with J. Agudelo regarding the same (0.3); confer with J. Sturm regarding the same (0.2); correspondence with 327(e) firms regarding fee applications and retention orders (0.4); coordinate submission to the court (0.4).	1,458.00
09/19/16	Sturm, J.	0.30	Correspondence with Ropes team regarding status of entry of 327(e) retention orders.	268.50
09/19/16	Weinberg, M.	0.40	Prepare 327(e) binder for A. McGee.	114.00
09/20/16	Agudelo, J.	3.90	Review Houlihan Lokey fee statement (0.4); telephone conference with A. Schaller of Houlihan Lokey regarding same (0.2); e-mails with same regarding same (0.3); e-mails with G. Galardi regarding same (0.3); review Opportune fee report (0.5); several emails with S. Abdel regarding same (0.3); review notice in respect of same (0.2); emails with G. Galardi regarding filing of same (0.2); confer with A. McGee regarding same (0.2); review Citrin fee report (0.5); confer with A. McGee regarding same (0.3); email to G. Galardi regarding same (0.2); confer with Prime Clerk regarding non-Ropes fee statements filed today (0.3).	3,198.00
09/20/16	McGee, W.	4.10	Review Citrin fee application (0.6); confer with J. Agudelo regarding the same (0.2); provide comments on the same (0.4); correspondence with Citrin regarding the same (0.2); confer with Brannock regarding fee statement (0.4); review the same (0.4) correspondence with team relating to the same (0.6); review and revise Opportune notice relating to July fees (0.5); confer with J. Agudelo regarding the same (0.3); finalize Citrin fee statement in preparation for filing (0.4); correspondence with team regarding the same (0.1).	2,214.00
09/20/16	Sturm, J.	0.40	Attention to delivery of 327(e) materials to chambers (0.1); correspondence with A. McGee regarding B&H fee statements (0.3).	358.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/20/16	Weinberg, M.	0.40	E-file and coordinate service of Opportune, Houlihan, and Citrin fee statements.	114.00
09/21/16	Martin, D.	0.40	Analysis of stay effect on LSKS retention.	468.00
09/21/16	Agudelo, J.	0.50	Emails with A. McGee regarding special counsel retention order (0.2); office conference with A. Sutton regarding OCP filing (0.3).	410.00
09/21/16	McGee, W.	0.70	Correspondence with 327(e) counsel regarding fee applications (0.4); correspondence with court and team regarding proposed order (0.3).	378.00
09/21/16	Sturm, J.	0.30	Correspondence with J. Agudelo and A. McGee regarding entry of 327(e) order.	268.50
09/21/16	Sutton, A.	0.50	Discuss OCP filing with J. Agudelo (0.3); phone call with Opportune discussing information for OCP (0.1); email to Opportune for follow-up information for OCP (0.1).	182.50
09/21/16	Weinberg, M.	0.80	Prepare redlines of revised retention application proposed orders (0.3); draft cover letter to chambers regarding same (0.5).	228.00
09/23/16	Agudelo, J.	0.20	Emails with J. Sturm, A. McGee regarding special counsel orders.	164.00
09/23/16	McGee, W.	1.10	Correspondence with team regarding 327(e) retention orders (0.3); review the same (0.2); confer with various 327(e) counsels regarding the same (0.6).	594.00
09/23/16	Sutton, A.	2.00	Draft OCP for J. Agudelo review.	730.00
09/27/16	Agudelo, J.	0.40	Review OCP statement draft (0.3); email to A. Sutton regarding same (0.1).	328.00
09/28/16	Agudelo, J.	0.30	Emails with A. Sutton regarding OCP statement.	246.00
09/28/16	Sutton, A.	0.80	Edit OCP Statement.	292.00
09/29/16	Galardi, G.	0.20	Review and finalize OCP filing.	246.00
09/29/16	Agudelo, J.	0.90	Confer with A. McGee regarding Citrin retention issue (0.4); telephone conference with W. Holden regarding same (0.2); confer with A. Sutton, M. Weinberg regarding quarterly OCP statement (0.3).	738.00
09/29/16	McGee, W.	0.50	Confer with J. Agudelo regarding Citrin fee question (0.3); email to same regarding same (0.2).	270.00
09/29/16	Sutton, A.	2.50	Phone call with Ropes team concerning OCP (0.3); research rules for service (0.5); email R&G team and Primeclerk about filing and service process (0.3); edit OCP (1.4).	912.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/29/16	Weinberg, M.	0.60	Emails with A. Sutton regarding revisions to OCP statement (0.2); review same (0.1); call with J. Agudelo regarding same (0.1); e-file and coordinate service of same (0.2).	171.00
09/30/16	Agudelo, J.	0.10	Emails with A. Schaller of Houlihan Lokey regarding fee application.	82.00
Total Hours		49.50	Total Amount \$	31,054.50

File No.: 112782-0017 Executory Contracts/Leases

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/02/16	Galardi, G.	0.30	Work on rejection and assumption motions.	369.00
09/02/16	Agudelo, J.	3.10	Draft motion to reject certain contracts (2.6); confer with R&G team regarding same (0.3); Confer with broker for Elizabeth Street sub lessees regarding lease (0.2).	2,542.00
09/02/16	Kim, H.	0.80	Review CODA documents (0.5); call regarding independent contractor contracts (0.3).	376.00
09/02/16	Graham, L.	0.50	Assist J. Agudelo with uploading and organizing documents regarding Elizabeth Street Leases to shared drive.	130.00
09/06/16	Galardi, G.	1.10	Address various contract assumption and rejection issues for VRN (0.6); address landlord cure and reservation of rights issues (0.5).	1,353.00
09/06/16	Agudelo, J.	0.40	Call with attorney for Elizabeth Street landlord regarding lease (0.3); e-mail with broker regarding same (0.1).	328.00
09/06/16	Sturm, J.	0.30	Correspondence with J. Agudelo regarding assumption and rejection motions.	268.50
09/07/16	Agudelo, J.	1.40	Confer with G. Galardi regarding contracts not being assumed by buyer (0.2); review Elizabeth Street leases and subleases (1.0); confer with G. Galardi regarding same (0.2).	1,148.00
09/07/16	McGee, W.	1.20	Draft letter requesting hearing on limited objections to contract assumption and assignment.	648.00
09/08/16	Galardi, G.	0.20	Review audit of license.	246.00
09/08/16	McGee, W.	1.40	Revise letter to court regarding limited objections to contract assumption and assignment (0.3); confer with J. Agudelo regarding the same (0.1); further revisions to the same (1.0).	756.00
09/09/16	Agudelo, J.	0.30	Confer with Prime Clerk team, W. McGee regarding motion to reject certain contracts.	246.00
09/09/16	McGee, W.	2.00	Confirm addresses for contract assumption motion (0.7); confer with J. Agudelo regarding the same (0.3); additional review of contracts list for assumption motion (1.0).	1,080.00
09/12/16	Agudelo, J.	0.20	Telephone conference with broker for Elizabeth Street subleases.	164.00
09/14/16	Galardi, G.	0.30	Address assumption motion (0.2); address Denton agreement (0.1).	369.00
09/14/16	Agudelo, J.	0.30	Outline motion to assume and assign regarding Elizabeth Street property.	246.00
09/15/16	Galardi, G.	0.10	Follow-up re: lease L/C.	123.00
09/15/16	Agudelo, J.	1.20	Confer with S. Abdel-Razek regarding Elizabeth Street lease and sublease (0.5);	984.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
			review underlying lease and subleases in connection with same (0.3); e-mail to broker for sublessees regarding same (0.2); email to H. Kim regarding review of sublease issue in connection with same (0.2).	
09/16/16	Galardi, G.	0.40	Work on assumption and assignment of Elizabeth St leases/ subleases.	492.00
09/16/16	Agudelo, J.	3.60	Emails with Opportune team, E. Sommer regarding Elizabeth Street leases (0.4); draft motion to assume/assign regarding Elizabeth Street property (2.1); draft corresponding motion to reject (1.1).	2,952.00
09/16/16	Kim, H.	0.60	Review lease documents with respect to payment issues.	282.00
09/17/16	Agudelo, J.	1.20	Revise motion to assume/assign regarding Elizabeth Street property (0.5); email to R&G team regarding same (0.2); revise related motion to reject Elizabeth Street (0.3); email to R&G team regarding same (0.2).	984.00
09/18/16	Galardi, G.	0.60	Address Elizabeth leases and possible extension of time.	738.00
09/19/16	Galardi, G.	0.30	Address emails re: UNV assumption (0.1); address issues re: Lease and subleases (0.2).	369.00
09/19/16	Agudelo, J.	0.30	Begin drafting motion to extend time to assume unexpired nonresidential property leases.	246.00
09/20/16	Galardi, G.	0.20	Address 365(d)(4) issues on Elizabeth street.	246.00
09/20/16	Agudelo, J.	0.60	Telephone conference with Elizabeth Street landlord regarding treatment of leases (0.2); emails with R&G team regarding same (0.4).	492.00
09/21/16	Galardi, G.	0.30	Review motion to extend time.	369.00
09/21/16	Agudelo, J.	3.90	Emails with L. Bauck of Opportune regarding executory contracts issues (0.2); draft motion to extend time to assume or reject Elizabeth Street leases (2.9); emails with R&G team regarding same (0.2); emails to client regarding same (0.2); email to Elizabeth Street landlord's counsel regarding same (0.2); telephone conference with broker for subtenants regarding same (0.2).	3,198.00
09/21/16	Weinberg, M.	0.50	Review and revise motion to extend time to assume or reject (0.3); e-file and coordinate service of same (0.2).	142.50
09/22/16	Agudelo, J.	1.20	Emails with landlord counsel, management company regarding Elizabeth Street leases (0.4); emails with client regarding same (0.6); telephone conference with client regarding same (0.2).	984.00

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/30/16	Agudelo, J.	0.40	Emails with S. Abdel regarding Elizabeth Street rent (0.2); email to counsel for landlord regarding same (0.2).	328.00
		<hr/>	<hr/>	<hr/>
Total Hours		29.20	Total Amount \$	23,199.00

File No.: 112782-0018 Plan and Disclosure Statement

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Galardi, G.	0.20	Work on plan issues.	246.00
09/01/16	McGee, W.	1.40	Draft portion of disclosure statement.	756.00
09/01/16	Sturm, J.	1.30	Review draft plan.	1,163.50
09/02/16	McGee, W.	4.50	Continue drafting disclosure statement (1.3); confer with J. Sturm regarding the same and drafting of plan sections (0.1); revise plan sections on classification of claims (3.1).	2,430.00
09/02/16	Sturm, J.	3.00	Comment on changes to draft plan (2.2); calls with R. Martin regarding structure of same (0.8).	2,685.00
09/03/16	McGee, W.	0.50	Revise sections of liquidation plan.	270.00
09/06/16	Martin, D.	1.30	Development and analysis of plan structure (0.8); call with J. Sturm regarding same (0.5).	1,521.00
09/06/16	McGee, W.	2.10	Draft sections of chapter 11 plan.	1,134.00
09/06/16	Sturm, J.	3.20	Call with R. Martin regarding structure of plan (0.5); research regarding interdebtor subrogation claims (1.2); review liquidation trust plan precedents (1.5).	2,864.00
09/07/16	Martin, D.	2.00	Meeting with S. Tillman regarding plan structure and process.	2,340.00
09/07/16	Sturm, J.	2.90	Revisions to draft plan of reorganization (2.2); office conferences with A. McGee and R. Martin regarding same (0.7).	2,595.50
09/08/16	Martin, D.	1.30	Analysis and revisions to settlement structure in plan.	1,521.00
09/08/16	McGee, W.	0.60	Case law research related to drafting of Plan. (0.3); office conference with J. Sturm regarding Plan (0.3).	324.00
09/08/16	Sturm, J.	1.70	Revisions to plan treatment section (1.3); office conferences with A. McGee regarding same (0.4).	1,521.50
09/09/16	Galardi, G.	0.70	Provide initial feedback on plan of reorganization and next steps.	861.00
09/09/16	Martin, D.	2.50	Analysis of plan confirmation strategy (2.2); call with J. Sturm regarding plan (0.3).	2,925.00
09/09/16	Wendlandt, D.	0.80	Telephone conference with R. Martin regarding plan status.	776.00
09/09/16	Agudelo, J.	0.10	Briefly confer with J. Sturm regarding plan drafting.	82.00
09/09/16	McGee, W.	2.00	Revised draft of liquidation plan (1.8); confer with J. Sturm regarding the same (0.2).	1,080.00
09/09/16	Sturm, J.	4.20	Call with R. Martin regarding plan construct (0.3); correspondence with A. McGee regarding same (0.5); revisions to draft plan responding to same (3.0); prepare for internal Ropes conference regarding same	3,759.00

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/10/16	Sturm, J.	2.30	(0.4). Revisions to draft plan structure per R. Martin comments (2.0); correspondence with A. McGee regarding same (0.3).	2,058.50
09/11/16	McGee, W.	3.90	Revise draft of plan.	2,106.00
09/11/16	Sturm, J.	3.00	Review A. McGee revisions to draft plan (1.0); compare to precedents (0.6); revisions to draft plan (1.4).	2,685.00
09/12/16	Galardi, G.	2.60	Develop plan structure and address numerous classification and related issues.	3,198.00
09/12/16	Martin, D.	3.80	Analysis and formulation of plan structure with team, including loan structure (3.3); office conference with J. Sturm regarding same (0.5).	4,446.00
09/12/16	Wendlandt, D.	1.00	Attend meeting (partial) re: plan with team.	970.00
09/12/16	Agudelo, J.	2.00	Prepare for, office conference with R&G team regarding plan (1.8); confer with J. Sturm regarding proposed edits (0.2).	1,640.00
09/12/16	McGee, W.	2.20	Review revised plan (0.2); discuss draft plan construction and issues with Ropes team (2).	1,188.00
09/12/16	Sturm, J.	10.80	Finalizing preliminary draft plan for distribution to internal R&G group (2.2); prepare for R&G team video conference (0.2); video conference with R&G team regarding plan structure (1.7); follow up office conference with R. Martin regarding same (0.5); follow up conference with A. McGee regarding incorporation of comments from same (0.5); preliminary revisions to plan definitions to begin to incorporate same (2.2); research regarding plan allocation disputes (2.5); review GMGI cap tables in connection with plan (0.7); correspondence with J. Gill regarding same (0.3).	9,666.00
09/13/16	Martin, D.	1.20	Revisions to plan settlement.	1,404.00
09/13/16	Agudelo, J.	1.40	Draft plan related schedule of dates (1.0); confer with R&G team regarding same (0.4).	1,148.00
09/13/16	McGee, W.	5.00	Discuss plan structure with R. Martin (0.2); draft disclosure statement (0.2); revise draft plan (2.1); discuss the same with J. Sturm (0.3); additional revisions to the Plan (1.8); confer with J. Agudelo regarding plan timeline (0.1); follow-up research related to the same (0.1); confer with J. Sturm regarding plan revisions (0.2).	2,700.00
09/14/16	Agudelo, J.	0.20	Confer with G. Galardi regarding proposed plan schedule (0.1), e-mail to R. Martin regarding same (0.1).	164.00
09/14/16	McGee, W.	2.10	Revise draft disclosure statement (1.7);	1,134.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/14/16	Sturm, J.	3.60	discuss the same with J. Sturm (0.4). Continue revising plan per new structure (1.9); review precedents in connection with same (1.0); prepare for and office conference with A. McGee regarding plan changes and voting provisions (0.7).	3,222.00
09/15/16	Galardi, G.	3.10	Work on numerous issues re: plan structure payments and litigation (3.1).	3,813.00
09/15/16	Martin, D.	0.50	Telephone conference with S. Tillman regarding creditor discussions.	585.00
09/15/16	Agudelo, J.	0.40	Emails with R&G team regarding plan related dates.	328.00
09/15/16	McGee, W.	2.10	Research and review precedent plan ballots (0.3); office conference with J. Strum regarding same (0.5); confer with J. Agudelo regarding plan dates and scheduling (0.2); telephone conference with court regarding same (0.2); confer with J. Agudelo regarding the same (0.2); correspondence with team related to same (0.2); revise draft disclosure statement and plan (0.5).	1,134.00
09/15/16	Sturm, J.	3.00	Correspondence with Ropes team regarding Plan-related hearing dates and timing (0.3); revisions to plan structure to incorporate liquidating companies (2.2); office conferences with A. McGee regarding plan balloting and other disclosure statement matters (0.5).	2,685.00
09/16/16	Martin, D.	2.10	Analyze plan settlement structure.	2,457.00
09/16/16	McGee, W.	0.50	Review and revise draft plan (0.4); confer with J. Sturm regarding the same (0.1).	270.00
09/16/16	Sturm, J.	1.50	Review A. McGee revisions to draft plan (0.5); revisions to draft plan (1.0)	1,342.50
09/17/16	McGee, W.	6.40	Draft form of ballot (1.9); draft notice for unimpaired classes (0.9); draft disclosure statement (2.1); revise draft plan (1.4); correspondence regarding the same (0.1).	3,456.00
09/18/16	Galardi, G.	2.30	Work through plan recovery scenarios with Opportune (0.8); calls with Scott Tillman re: plan strategy (0.6); begin drafts for meeting with Independent director, Denton and counsel (0.9).	2,829.00
09/18/16	McGee, W.	1.10	Revise draft disclosure statement.	594.00
09/19/16	Galardi, G.	4.90	Work on plan structure and distribution analysis (2.1); meeting with Independent director and other board/equity members re: plan and next steps (2.2); revise plan structure and follow-up re: numerous tax and other issues (0.6).	6,027.00
09/19/16	Gill, J.	0.20	Correspond with J. Sturm on GMGI	206.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/19/16	Martin, D.	5.90	regarding cap table and waterfall. Meeting with G. Galardi regarding plan structure (0.4); meeting with client regarding plan, allocation and 2004 exam (5.5).	6,903.00
09/19/16	Wendlandt, D.	1.80	Telephone conference with R&G team regarding plan issues.	1,746.00
09/19/16	McGee, W.	3.80	Draft motion to approve disclosure statement (0.3); draft disclosure statement (2.1); confer with J. Sturm regarding the same (0.5); revise motion to approve disclosure statement (0.9).	2,052.00
09/19/16	Sturm, J.	4.70	Revisions to plan per latest construct from R. Martin (2.9); revisions to disclosure statement to insert summary of plan (1.5); correspondence with R. Martin regarding same (0.3).	4,206.50
09/20/16	Galardi, G.	1.70	Continue working on various plan structure issues (0.9); review and revise recovery analysis (0.8).	2,091.00
09/20/16	Gill, J.	0.70	Office conference with J. Sturm on plan structure, GMGI waterfall, and reviewed spreadsheet.	721.00
09/20/16	Martin, D.	6.30	Analysis of plan settlement alternatives (1.7); review draft plan (2.5); analysis of plan structure for potential settlement (2.1).	7,371.00
09/20/16	Wendlandt, D.	0.80	Meeting with G. Galardi, R. Martin regarding plan structure.	776.00
09/20/16	Agudelo, J.	0.30	Telephone conference with J. Sturm regarding plan timing (0.2); telephone conferences with A. McGee regarding same (0.1).	246.00
09/20/16	McGee, W.	1.90	Draft motion to approve disclosure statement (1.7); confer with J. Agudelo regarding disclosure statement scheduling (0.1); telephone conference with court regarding the same (0.1).	1,026.00
09/20/16	Sturm, J.	3.30	Revise plan to address gawker.com assets and plan structure (2.0); revisions to disclosure statement to conform to plan (1.1); telephone conference with J. Agudelo regarding Plan dates (0.2).	2,953.50
09/21/16	Galardi, G.	1.90	Continue to develop funding analysis and plan treatments (1.2); address issues re: indemnity and preferred stock distributions at GMGI (0.7).	2,337.00
09/21/16	Martin, D.	3.20	Analysis and revisions to plan settlement structure, including analysis of recoveries on allocation (2.0); review of recovery models (1.2).	3,744.00
09/21/16	McGee, W.	4.20	Review latest version of plan (0.6); confer	2,268.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/21/16	Sturm, J.	5.90	with J. Agudelo regarding motion to approve disclosure statement (0.1); review latest version of plan and provide edits (1.0); confer with J. Sturm regarding the same (0.5); revise draft disclosure statement (2.0). Office conference with R. Martin and G. Galardi regarding structure of plan settlement (1.0); revisions to plan to finalize draft for G. Galardi and R. Martin review (4.2); review A. McGee revisions to disclosure statement (0.7).	5,280.50
09/22/16	Galardi, G.	5.30	Review and comment on revised Plan of reorganization (2.7); address numerous funding, classification and other issues for plan (1.3); calls with counsel for CN re: make-whole claim and issues (0.6); calls with Board re: plan structure, revisions, and numerous issues (0.7).	6,519.00
09/22/16	Martin, D.	5.00	Draft disclosure statement insert for settlement (0.8); office conference with J. Sturm regarding plan (1.0); revise draft plan (2.2); telephone conference with S. Tillman regarding settlement strategy (1.0).	5,850.00
09/22/16	Agudelo, J.	1.70	Drafted plan related schedule (0.9); review statutory authority in connection with same (0.5); e-mail to R&G team regarding same (0.3).	1,394.00
09/22/16	McGee, W.	6.40	Revise disclosure statement.	3,456.00
09/22/16	Sturm, J.	6.20	Office conference with R. Martin regarding settlement (1.0); correspondence with W. Holden and S. Abdel Razek regarding spreadsheet presentation of settlement and GMGI Cap table (0.3); revisions to disclosure statement to update risk factors and background (3.8); correspondence with G. Galardi regarding status of plan and Disclosure statement (0.3); review R. Martin email regarding plan settlement (0.4); prepare questions regarding same (0.4).	5,549.00
09/23/16	Galardi, G.	2.80	Review, analyze and further comment on further revised draft of plan (1.7); work on numerous issues re: classification and funding alternatives/issues (1.1).	3,444.00
09/23/16	Martin, D.	5.10	Analysis and revision of plan mechanics (1.9); call with team regarding same (1.2); revised Disclosure Statement Insert (2.0).	5,967.00
09/23/16	McGee, W.	5.20	Review comments to Plan from G. Galardi (0.4); call with team regarding revisions to Plan (1.2); revise the same (3.3); office conference with J. Sturm regarding plan	2,808.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/23/16	Sturm, J.	6.40	comments (0.3). Review G. Galardi comments to draft plan (0.5); office conference with R. Martin regarding same (0.7); call with Ropes team regarding plan comments (1.7); revisions to plan based on G. Galardi comments and call (2.5); correspondence with A. McGee regarding plan comments (0.3); call with A. McGee regarding revisions to plan comments (0.2); correspondence with Ropes team regarding coordination of plan revision (0.2); review Opportune analysis of distributions (0.3).	5,728.00
09/23/16	Weinberg, M.	0.30	Gather sample plans and disclosure statements for A. McGee.	85.50
09/24/16	Martin, D.	2.10	Revisions to plan and analysis for settlement.	2,457.00
09/24/16	McGee, W.	2.00	Revise draft of plan.	1,080.00
09/24/16	Sturm, J.	4.30	Review A. McGee revisions to draft plan (0.5); review correspondence with Ropes team regarding status of same (0.3); review Opportune spreadsheet regarding allocation and recoveries (0.3); revising draft plan to incorporate comments from G. Galardi and R. Martin regarding plan treatments (3.0) ; correspondence with G. Galardi and Ropes team regarding same (0.2).	3,848.50
09/25/16	Galardi, G.	1.10	Continue working on draft plan structure and issues.	1,353.00
09/25/16	Martin, D.	3.60	Drafting of disclosure statement.	4,212.00
09/25/16	Sturm, J.	0.70	Correspondence with Ropes team regarding draft plan (0.2); review of same (0.5).	626.50
09/26/16	Galardi, G.	4.50	Review and comment on plan models and allocation issues (1.1); meeting with Board and equity holders re: plan structure and issues (2.2); review and revise proposed plan of reorganization (1.4).	5,535.00
09/26/16	Martin, D.	6.90	Revisions to plan recovery model and analysis of settlement (3.4); office conference with J. Sturm regarding same (0.4); draft disclosure statement (settlement provisions) (3.1).	8,073.00
09/26/16	McGee, W.	10.70	Revise disclosure based on plan updates (1.0); prepare for, call with team regarding updates to the Plan (0.9); confer with J. Sturm regarding Plan revisions (0.2); revise same (2.9); call with team regarding plan modeling (0.5); review G. Galardi plan comments (0.3); call with team regarding same (1.5); office conference with J. Sturm	5,778.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/26/16	Sturm, J.	6.10	regarding same (0.6); implement the same (2.8). Call with Ropes and Opportune regarding plan model (0.5); office conference with R. Martin regarding same (0.3); office conferences with A. McGee coordinating plan and disclosure statement drafting (0.7); review revisions to draft disclosure statement (1.6); revisions to plan per G. Galardi and R. Martin feedback (2.1); call with R&G team to review plan comments (0.5); office conference with R. Martin regarding additional plan comments (0.4).	5,459.50
09/27/16	Galardi, G.	6.40	Review and provide initial comments on Disclosure Statement (2.9); begin reviewing settlement insert (0.6); review revised draft of plan and comment thereon (1.4); work with Opportune re: plan allocations and modeling (0.9); direct research re: various plan issues (0.6)	7,872.00
09/27/16	Martin, D.	6.10	Revisions to plan (1.4); draft disclosure statement regarding settlement (4.7).	7,137.00
09/27/16	McGee, W.	11.30	Revise draft of plan based on G. Galardi comments (2.3); confer with J. Sturm regarding the same (0.3); further plan revisions (0.4); draft motion to approve disclosure statement (1.9); further revise Plan (1.1); confer with team regarding noticing question (0.2); research related to the same (0.4); confer with J. Sturm regarding status update (0.3); further revise motion to approve disclosure statement (0.6); revise disclosure statement (3.8).	6,102.00
09/27/16	Sturm, J.	11.60	Review revised draft plan (2.0); correspondence with A. McGee regarding same (0.5); review revised waterfall from Opportune (0.3); review draft settlement section for disclosure statement (0.7); incorporating same into disclosure statement (1.0); drafting revisions to disclosure statement (2.4); correspondence with A. McGee regarding prime clerk discussion and filing and service logistics (0.3); office conference with G. Galardi regarding disclosure statement comments (0.4); reorganizing disclosure statement per G. Galardi comments (4.0).	10,382.00
09/28/16	Galardi, G.	1.60	Provide additional comments to settlement section of Disclosure Statement (0.6); follow-up re: plan modeling and allocation	1,968.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/28/16	Martin, D.	10.30	issues (0.5); calls with LSKS re: inserts to Disclosure Statement and Plan (0.5). Prepare for, office conference with team regarding disclosure statement analysis of intercompany settlement (3.4); meeting with Columbus Nova regarding settlement (1.5); prep for Columbus Nova settlement meeting (0.9); revisions to narrative of disclosure statement (1.7); office conference with J. Sturm regarding same (1.0); revisions to plan (1.8).	12,051.00
09/28/16	Wendlandt, D.	2.00	Edits to settlement plan (1.0); review supplemental materials in connection with same (1.0).	1,940.00
09/28/16	McGee, W.	12.80	Revise disclosure statement (3.3); confer with J. Sturm regarding the same (0.2); revise motion to approve disclosure statement (4.2); confer with J. Sturm regarding the same (0.3); review and implement client comments to disclosure statement (0.5); further revise motion to approve disclosure statement and solicitation procedures (2.9); revise disclosure statement based on feedback from litigation counsel (1.4);	6,912.00
09/28/16	Sturm, J.	13.80	Revisions to plan per G. Galardi and R. Martin comments (2.0); draft disclosure statement rider regarding preliminary injunction proceedings (1.0); circulate draft disclosure statement for comments (0.5); correspondence with LSKS regarding same (0.2); comments on solicitation motion to A. McGee (1.0); comments to ballots to A. McGee (0.3); incorporating comments to disclosure statement (1.5); office conference with G. Galardi, R. Martin and Opportune regarding plan structure and disclosure statement calculations (3.2); correspondence with Opportune regarding same (0.5); office conference with R. Martin regarding disclosure statement revisions (1.0); revisions to disclosure statement (1.2); review of solicitation motion (1.4).	12,351.00
09/28/16	Walkingshaw, P.	3.00	Research legal issue related to plan voting.	1,620.00
09/29/16	Galardi, G.	3.90	Review and comment on Disclosure statement (1.3); review and comment on Plan (0.6); review plan modeling and allocation issues with Opportune (1.1); review and comment on draft solicitation procedures motion (0.9).	4,797.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/29/16	Gill, J.	1.30	Review and edit draft disclosure statement (0.8); office conference with G. Galardi regarding settlement possibility and plan (0.5).	1,339.00
09/29/16	Martin, D.	6.80	Revisions to plan (0.9); office conference with team regarding same (0.5); call with J. Sturm regarding same (0.5); office conference with J. Sturm regarding disclosure statement (1.3); draft disclosure statement (3.6).	7,956.00
09/29/16	Wendlandt, D.	0.50	Review supplemental plan materials.	485.00
09/29/16	Agudelo, J.	3.00	Review disclosure statement in full (2.8), emails with J. Sturm, A. McGee regarding same (0.2).	2,460.00
09/29/16	McGee, W.	11.50	Revise motion to approve disclosure statement (0.6); correspondence with prime clerk regarding ballots and solicitation procedures (0.2); revise solicitation procedures (1.4); confer with M. Weinberg regarding preparation of filings (0.7); revise draft of plan (0.8); revise motion to approve disclosure statement (4.9); draft supporting exhibits for the same (2.9).	6,210.00
09/29/16	Sturm, J.	14.60	Office conference with R. Martin and G. Galardi regarding plan (0.5); conference with R. Martin regarding revising the Disclosure Statement (1.3); correspondence with G. Galardi regarding Disclosure Statement (0.5); incorporate comments to Disclosure Statement from Board and Opportune (1.3); revisions to disclosure statement per G. Galardi comments (5.3); conform plan to revisions to Disclosure Statement (4.2); calls with R. Martin regarding Disclosure Statement comments (0.4); circulate same to Ropes team for review (0.3); correspondence with Opportune regarding updated Disclosure Statement calculations (0.3); review revised Disclosure Statement Motion (0.5).	13,067.00
09/29/16	Walkingshaw, P.	2.10	Research legal issues related to plan voting.	1,134.00
09/29/16	Allen, W.	1.00	Conference with team regarding filing of plan documents (0.8); conference with team regarding docket searches in connection with same (0.2).	400.00
09/30/16	Galardi, G.	7.10	Review and finalize Disclosure Statement (2.4); review and finalize solicitation motion and exhibits (1.2); review and revise numerous allocation analysis/model (1.3); review and revise plan (1.5); calls and	8,733.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/30/16	Gill, J.	0.40	emails with Board and LSKS re: same (0.7). Respond to J. Sturm's questions regarding disclosure statement drafts (0.4).	412.00
09/30/16	Martin, D.	10.80	Revisions to plan (4.5); revise disclosure statement (2.7); modifications to voting procedures motion (2.1); review of draft plan (1.5).	12,636.00
09/30/16	Wendlandt, D.	3.00	Formulate plan allocation issues strategy (2.0); review historical documentation memo in connection with same (1.0).	2,910.00
09/30/16	Agudelo, J.	3.90	Emails with Prime Clerk regarding service of plan (0.2); review draft plan (1.4); email to J. Sturm, A. McGee regarding same (0.1); telephone conference with J. Sturm regarding same (0.4); review solicitation motion (1.5); telephone conferences with A. McGee regarding same (0.3).	3,198.00
09/30/16	McGee, W.	14.80	Revise motion to approve disclosure statement (1.2); review comments to draft of plan and implement the same (2.2); correspondence with team regarding the same (0.6); further revisions to the plan (2.4); call with team regarding the same (0.6); review form of ballot (0.7); confer with W. Allen regarding ballots (0.3); revise motion to approve disclosure statement (1.9); telephone conferences with J. Agudelo regarding same (0.3); draft exhibits relating to the same (2.1); confer with team regarding filing (0.8); prepare motion and disclosure statement for the same (1.3); file the same (0.4).	7,992.00
09/30/16	Sturm, J.	9.50	Office conference with R. Martin and G. Galardi regarding disclosure statement comments (1.2); office conferences with A. McGee and R. Martin regarding finalizing plan and DS for filing (1.5); revisions to finalize plan for filing (2.2); telephone conference with J. Agudelo regarding same (0.4); revisions to disclosure statement to finalize for filing (3.0); review of disclosure statement motion and attachments for filing (1.2).	8,502.50
09/30/16	Allen, W.	4.00	Prepare Ballots for: Second Lien Make-Whole Claim, General Unsecured Claims, Gawker Media Intercompany Claims, Second Lien Make-Whole Guaranty Claim, General Unsecured Claims, Punitive Damages Claims, Second Lien Make-Whole Guaranty Claim, and Gawker Media	1,600.00

File No.: 112782-0019 Hearings

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/13/16	Galardi, G.	2.20	Prepare for and attend hearing on miscellaneous matters (2.2).	2,706.00
09/13/16	Agudelo, J.	0.60	Prepare for, confer with G. Galardi regarding preparation for hearing today (0.3); telephonically attend portion of omnibus hearing (0.3).	492.00
09/13/16	McGee, W.	0.20	Attend portion of omnibus hearing addressing Citrin application.	108.00
Total Hours		3.00	Total Amount	\$ 3,306.00

File No.: 112782-0020 Administration

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/02/16	McGee, W.	0.40	Update task list (0.2); correspondence with team regarding case calendar (0.2).	216.00
09/02/16	Gonzalez, R.	0.20	Review motions to be addressed in 9/13 hearing.	70.00
09/02/16	Weinberg, M.	0.20	Coordinate ECF filing notifications from Denton bankruptcy case for J. Sturm (0.1); gather produced documents for L. Bierut and Cole Schotz (0.1).	57.00
09/02/16	Weinberg, M.	0.10	Gather newly filed pleadings for team.	28.50
09/06/16	Agudelo, J.	1.90	Revise task list (0.9); confer with A. McGee regarding same (0.3); confer with Prime Clerk team regarding master service list (0.3); telephone conferences with K. Hollingsworth regarding affidavits of service (0.4).	1,558.00
09/06/16	Agudelo, J.	5.60	Draft September budget (5.2); email to G. Galardi regarding same (0.4).	4,592.00
09/06/16	McGee, W.	0.80	Update task list (0.3); correspondence with team regarding same (0.1); further revisions to the same (0.4).	432.00
09/06/16	Sturm, J.	0.20	Review open task list.	179.00
09/06/16	Sutton, A.	0.40	Discussion with R. Gonzalez concerning strategy and logistics for Agenda binders.	146.00
09/06/16	Gonzalez, R.	2.30	Prepare draft of agenda to be filed in connection with the September 13 hearing (1.5); meet with A. Sutton regarding agenda (0.5); revise draft of agenda with new filing (0.3).	805.00
09/07/16	Agudelo, J.	0.90	Review draft agenda (0.2); confer with A. Sutton regarding same (0.5); confer with A. McGee regarding request for additional matters for agenda (0.2).	738.00
09/07/16	Sutton, A.	2.00	Discussion with J. Agudelo concerning Agenda strategy/logistics (0.5); collect items for and work on draft of Agenda (1.5).	730.00
09/08/16	Agudelo, J.	1.20	Confer with G. Galardi, A. Sutton regarding agenda for hearing (0.4); revise same (0.4); confer with A. McGee regarding draft letter for court (0.2); review same (0.2).	984.00
09/08/16	McGee, W.	0.10	Confer with team regarding agenda for omnibus hearing.	54.00
09/08/16	Sturm, J.	0.20	Review correspondence among Ropes team regarding agenda for Sept. 13 hearing.	179.00
09/08/16	Sutton, A.	2.50	Confer with G. Galardi regarding agenda and fee statement pleadings (0.5); draft and edit Agenda for 9.13.16 hearing for G. Galardi review (2.0).	912.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/09/16	Agudelo, J.	1.70	Confer with A. Sutton regarding agenda for September 13 hearing (0.3); emails with M. Weinberg regarding debtors' address changes (0.2); emails with Prime Clerk team regarding service of agenda (0.3); confer with R. Martin regarding task list and next steps in case following sale closing (0.3); emails with A. Sutton, R. Gonzalez regarding materials for court (0.2); emails with Prime Clerk team regarding upcoming filings, case management procedures (0.4).	1,394.00
09/09/16	McGee, W.	0.70	Correspondence with team regarding preparation for omnibus hearing (0.3); confer with team regarding ongoing tasks (0.4).	378.00
09/09/16	Sutton, A.	3.00	Preparing and finalizing Gawker Agenda for 9.13.16 hearing filing and its binders.	1,095.00
09/09/16	Gonzalez, R.	2.80	Prepare binder of documents that mirror the agenda to be used in connection with the upcoming September 13 hearing (2.0); perform quality control measures on the five sets of binders (0.8).	980.00
09/09/16	Weinberg, M.	0.80	Emails and review regarding change of address (0.3); revise notice of appearance in Denton case for R. Martin (0.2); emails regarding same (0.1); e-file and coordinate service of hearing agenda (0.2).	228.00
09/12/16	Agudelo, J.	1.00	Confer with R. Gonzalez regarding hearing binder for Court, G. Galardi (0.6); emails with Prime Clerk team regarding service of various pleadings today (0.2); e-mail promissory notes to UST (0.2).	820.00
09/12/16	Gonzalez, R.	3.50	Revise binder layout and contents to reflect changes to the agenda to be used in connection with the upcoming September 13 hearing (2.2); perform quality control measures on the five sets of binders (0.8); arranging and monitoring the delivery of the Court set of binders (0.5).	1,225.00
09/13/16	Gonzalez, R.	0.80	Download and create a work set of new documents added to the dataroom (0.2); revise dataroom tracking table (0.1); generating case calendar reflecting upcoming deadlines (0.5).	280.00
09/13/16	Weinberg, M.	0.40	Gather organizational chart and similar samples for R. Martin (0.3); coordinate mailing of orders to chambers (0.1).	114.00
09/14/16	Agudelo, J.	0.30	Outline motion to extend exclusivity.	246.00
09/14/16	Gonzalez, R.	0.90	Generate case calendar reflecting upcoming deadlines (0.6); draft cover letter for a	315.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/14/16	Weinberg, M.	0.20	delivery to the Court today (0.3). Read R&G team emails regarding case updates.	57.00
09/15/16	Agudelo, J.	1.20	Draft motion to extend exclusivity.	984.00
09/15/16	Sturm, J.	0.30	Review exclusivity motion draft (0.2); correspondence with Ropes team regarding same (0.1).	268.50
09/16/16	Agudelo, J.	0.80	Revise motion to extend exclusivity (0.6); email to R&G team regarding same (0.2).	656.00
09/16/16	Weinberg, M.	0.10	Calendar upcoming dates for team.	28.50
09/19/16	Agudelo, J.	1.10	Review A. McGee's notice of omnibus hearings (0.1); email to same regarding same (0.1); edit withdrawal of wages motion pleading (0.2); email to A. McGee regarding same (0.2); e-mails with Prime Clerk regarding filings in the coming week (0.3); telephone conference with H. Baer of Prime Clerk regarding same (0.2).	902.00
09/19/16	McGee, W.	0.70	Draft omnibus hearing notice.	378.00
09/19/16	Weinberg, M.	0.10	Calendar upcoming dates and deadlines for team.	28.50
09/20/16	Galardi, G.	0.70	Review and comment on exclusivity motion.	861.00
09/20/16	Agudelo, J.	0.10	Email to M. Weinberg regarding calendaring hearing deadlines.	82.00
09/20/16	Agudelo, J.	1.30	Revise exclusivity motion (0.7); email to Committee regarding same (0.3); emails with M. Weinberg regarding filing of same (0.3).	1,066.00
09/20/16	McGee, W.	0.90	Telephone conference with Chambers regarding motions to be heard at October 6 Omnibus (0.1); confer with J. Agudelo regarding the same (0.2); correspondence to Court regarding the same (0.6).	486.00
09/20/16	McGee, W.	0.40	Review and prepare exclusivity motion for filing.	216.00
09/20/16	Sturm, J.	0.20	Review G. Galardi correspondence regarding exclusivity motion.	179.00
09/20/16	Weinberg, M.	0.50	Review and revise motion to extend exclusivity (0.3); e-file and coordinate service of same (0.2).	142.50
09/21/16	Agudelo, J.	0.60	Emails with G. Galardi regarding scheduling, administrative notices to be filed today (0.3); e-mails with A. McGee, M. Weinberg regarding same (0.2); confer with Prime Clerk regarding same (0.1).	492.00
09/21/16	Weinberg, M.	0.70	Review and revise notice of scheduling of omnibus hearings (0.1); e-file and coordinate service of same (0.1); review and revise notice of withdrawal of wages motion (0.3); e-file and coordinate service of same (0.2).	199.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/22/16	Agudelo, J.	0.60	Updated task list (0.5); e-mail to R&G team regarding same (0.1).	492.00
09/22/16	McGee, W.	0.20	Coordinate updating of task list.	108.00
09/23/16	Martin, D.	0.50	Review of tasks for case progress.	585.00
09/23/16	Agudelo, J.	1.60	Office conference with R&G team regarding task list of items (0.7); revise same (0.7); email to R&G team regarding same (0.1); call with M. Weinberg regarding same (0.1).	1,312.00
09/23/16	McGee, W.	0.70	Discuss task list updates with team.	378.00
09/23/16	Walkingshaw, P.	0.70	Call with Ropes team regarding ongoing tasks and division of labor.	378.00
09/23/16	Gonzalez, R.	2.30	Review and download work set copy of recent filings (0.2); review Judge Bernstein's calendar and draft an agenda for the upcoming 10/6 hearing (2.0); obtain transcript of the 8/9 hearing for review (0.3).	805.00
09/23/16	Weinberg, M.	1.30	Prepare calendar list of upcoming dates and deadlines for J. Agudelo (0.8); emails regarding same (0.2); call with J. Agudelo regarding same (0.1); update calendar invites for team (0.2).	370.50
09/26/16	Agudelo, J.	0.40	Confer with M. Alkaitis regarding budget issues (0.2); emails with A. Sutton regarding hearing agenda (0.1); call with A. McGee regarding dates (0.1).	328.00
09/26/16	Gonzalez, R.	0.10	Review case docket for newly filed documents for the Oct 6 hearing (0.1).	35.00
09/27/16	Agudelo, J.	2.30	Revise budget (1.9); office conference with G. Galardi regarding same (0.3); emails with same regarding same (0.1).	1,886.00
09/28/16	Weinberg, M.	0.30	Draft pro hac vice motion for P. Walkingshaw.	85.50
09/29/16	Agudelo, J.	0.50	Review proposed new local rules relevant to Gawker cases (0.3); emails with R&G team regarding same (0.2).	410.00
09/29/16	Weinberg, M.	0.30	E-file pro hac vice motion for P. Walkingshaw (0.2); send same to chambers (0.1).	85.50
09/30/16	Gonzalez, R.	1.40	Generate case calendar reflecting key dates regarding discovery deadlines (0.5); review case docket for newly filed documents for Oct 6 hearing (0.1); revise draft agenda for the 10/6 hearing (0.8).	490.00
Total Hours		58.00	Total Amount	\$ 33,531.00

File No.: 112782-0021 Business Operations/Strategic Planning

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/01/16	Galardi, G.	2.40	Prepare for and update call with management re: sale and other matters (0.9); attend and lead board call (0.7); follow-up calls with Special Committee (0.6); address tax return issues (0.2).	2,952.00
09/01/16	Agudelo, J.	1.10	Attend weekly board call with client, R&G team, W. Holden (0.6); telephone conference with G. Galardi, client regarding case status updates (0.5).	902.00
09/01/16	Jenkins, H.	0.60	Attend the Gawker weekly Board Meeting call.	330.00
09/06/16	Galardi, G.	1.40	Work on post-closing governance and operational issues with CRO and Special director (0.6); address transition issues with various counsel at Gawker (0.5); address Denton employment issues and next steps/Proposal with Denton counsel (0.3).	1,722.00
09/07/16	Galardi, G.	2.90	Meeting with Independent Director and Opportune re: proceeds allocation, tax issues and plan structures (2.2); follow-up re: same and next steps for committee meetings (0.7).	3,567.00
09/08/16	Galardi, G.	3.40	Work on post-closing transition matters and responsibilities (0.9); calls with various in house counsel at Gawker re: transition and post closing issues (0.5); address Kinja post closing issues (0.3); prepare for and lead board meeting re: APA closing and next steps (1.7).	4,182.00
09/08/16	Agudelo, J.	1.20	Attend board meeting with R&G team (1.2).	984.00
09/08/16	Jenkins, H.	0.40	Attend portion of Gawker weekly board call.	220.00
09/09/16	Galardi, G.	0.90	Work with Opportune and Independent director re: post-closing issues including Denton employment, Kinja management; privilege preservation and tax allocation (0.9).	1,107.00
09/11/16	Galardi, G.	0.20	Address issue re: press on closing.	246.00
09/12/16	Galardi, G.	0.60	Address post-closing governance documents.	738.00
09/13/16	Galardi, G.	0.40	Address post-closing sale issues including Denton employment, return of LC and related matters.	492.00
09/14/16	Galardi, G.	0.40	Call with Opportune re: post-closing budget.	492.00
09/16/16	Galardi, G.	0.50	Address Denton employment (0.2); address Kinja managing director issues (0.3).	615.00
09/18/16	Galardi, G.	0.40	Addres Denton employment and Committee approval of monthly payments.	492.00
09/21/16	Galardi, G.	0.40	Address corporate documents and governance issues.	492.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/21/16	Gill, J.	0.70	Office conference with H. Jenkins regarding GM LLC Manager/CEO replacement with GMGI (0.3); telephone call with G. Galardi regarding same (0.2); and review GMGI articles (0.2).	721.00
09/22/16	Galardi, G.	0.80	Continue working on governance issues and post-closing transition matters, including funding, name changes and authority.	984.00
09/22/16	Gill, J.	0.40	Correspondence about appointment of GMGI as Manager of GMLLC with G. Galardi and H. Jenkins.	412.00
09/23/16	Galardi, G.	1.10	Review and follow-up guidance re: numerous case tasks and litigation strategy re: claims and other matters.	1,353.00
09/23/16	Gill, J.	0.30	Research and correspondence regarding GMLLC Manager appointment (0.2); discuss with G. Galardi (0.1).	309.00
09/25/16	Galardi, G.	0.60	Address Goldin, Denton and Plunkett contract issues.	738.00
09/25/16	Sturm, J.	1.00	Comment on Revised Goldin agreement (0.5); Correspondence with G. Galardi and J. Agudelo regarding same (0.3); correspondence with W. Holden regarding same (0.2).	895.00
09/26/16	Galardi, G.	0.20	Address GMGI/Gawker Media governance issues.	246.00
09/26/16	Gill, J.	0.70	Office conference with G. Galardi regarding board and settlement, etc. (0.3); performed redactions on emails regarding license (0.2); install GMGI Manager of GM regarding correspondence and drafts (0.2).	721.00
09/27/16	Galardi, G.	0.60	Address budget and governance issues (0.3); address contracts with Orix, Goldin and Plunkett (0.3).	738.00
09/28/16	Galardi, G.	1.10	Meeting with Heather Dietrick (0.5); follow-up re: same and strategy issues (0.5).	1,353.00
09/28/16	Gill, J.	0.50	Email Hungarian counsel regarding Kinja interests (0.2); circulate GMGI documents regarding manager (0.3).	515.00
09/29/16	Galardi, G.	1.10	Address press issues (0.1); address Hungary transition issues and governance (0.2); Board update call (0.8).	1,353.00
09/29/16	Gill, J.	1.00	Prepare for, attend Board telephone call regarding plan, disclosure statement and settlement.	1,030.00
09/29/16	Sturm, J.	0.70	Board update call.	626.50
09/30/16	Galardi, G.	0.40	Address Orix, Goldin and Plunkett agreements.	492.00
Total Hours		28.40	Total Amount	\$ 32,019.50

File No.: 112782-0022 Committee Matters/Meetings

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/02/16	Galardi, G.	0.40	Call with Committee re: various issues	492.00
09/02/16	Agudelo, J.	0.10	Email to M. Massel regarding Committee professionals NDA.	82.00
09/02/16	Sturm, J.	1.00	Call with Committee counsel regarding status of sale and pending plan matters (0.8); follow-up call with R. Martin regarding same (0.2)	895.00
09/06/16	Galardi, G.	0.30	Address Committee request for Denton guaranty documents (0.3)	369.00
09/06/16	Agudelo, J.	0.70	Emails with R&G team regarding documents for Committee (0.6); confer with R. Martin regarding proposed Hungarian counsel NDA (0.1).	574.00
09/07/16	Agudelo, J.	1.40	Emails with Simpson Thacher regarding requested documents (0.1); briefly review documents in connection with same (0.2); emails with R&G team regarding notes for Committee (0.3); review Hungarian counsel proposed NDA (0.5); emails with R&G team regarding same (0.3).	1,148.00
09/08/16	Galardi, G.	2.90	Prepare for and attend meeting with Committee counsel and financial advisers (2.2); follow-up re: same with independent director and others (0.7)	3,567.00
09/08/16	Martin, D.	2.00	Meeting with Creditors Committee regarding case status and closing.	2,340.00
09/08/16	Agudelo, J.	0.10	Circulate promissory notes to Committee counsel (0.1).	82.00
09/09/16	Agudelo, J.	0.20	Emails with R. Martin, Committee counsel regarding Hungarian counsel NDA (0.2).	164.00
09/12/16	Galardi, G.	0.50	Address Committee discovery demands	615.00
09/13/16	Agudelo, J.	0.20	Emails with N. Baker of Simpson regarding foreign professionals' NDA.	164.00
09/15/16	Galardi, G.	0.30	Respond to requests from Committee re: agreements and make-whole	369.00
09/15/16	Agudelo, J.	1.20	Review Cayman Islands Committee counsel NDA (0.3); emails to R. Martin regarding same (0.4); emails with R. Gonzalez regarding signature page for same (0.2); email to N. Baker regarding same (0.1); emails with W. Holden regarding same (0.2).	984.00
09/16/16	Agudelo, J.	1.00	Emails with R&G team regarding Cayman counsel NDA (0.3); review Committee changes made to same (0.2), emails with Committee counsel regarding same (0.1); emails with client regarding same (0.2); emails with A. McGee regarding application to employ Dentons Europe (0.2).	820.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/20/16	Galardi, G.	0.30	Draft and respond to emails from committee re: motions to be filed and meetings.	369.00
09/21/16	Galardi, G.	0.50	Call with committee on various issues and next steps.	615.00
09/21/16	Martin, D.	0.50	Call with Committee counsel regarding status of case.	585.00
09/23/16	Galardi, G.	1.30	Call with Opportune re: response to Committee document requests (0.7); follow-up re: same and next steps (0.6).	1,599.00
09/23/16	Walkingshaw, P.	1.10	Call with G. Galardi, Opportune regarding response to discovery requests by Unsecured Creditors Committee.	594.00
09/23/16	Walkingshaw, P.	0.90	Begin drafting responses to discovery requests by Unsecured Creditors Committee.	486.00
09/25/16	Walkingshaw, P.	1.00	Revise responses to discovery requests by Unsecured Creditors Committee.	540.00
09/26/16	Arnaboldi, L.	0.30	Correspondence with Ross Martin and Gregg Galardi regarding meeting with creditors' committee.	420.00
09/26/16	Galardi, G.	1.60	Work on responses to Committee information requests (0.9); calls with Opportune re: same (0.3); finalize redacted license for committee members (0.4).	1,968.00
09/26/16	Walkingshaw, P.	2.00	Revise responses to discovery requests by Unsecured Creditors Committee.	1,080.00
09/27/16	Galardi, G.	2.30	Call with Opportune re: document responses (0.7); review and revise document responses (0.9); review Committee 2004 (0.3); call with committee counsel re: plan and upcoming meeting (0.4)	2,829.00
09/27/16	Agudelo, J.	0.90	Review Committee 2004 motion (0.4); emails with R&G team regarding same (0.5).	738.00
09/27/16	Sturm, J.	0.40	Review UCC 2004 motion.	358.00
09/27/16	Walkingshaw, P.	1.00	Call with Opportune regarding responses to discovery requests by Unsecured Creditors' Committee (0.5); revise responses to Committee discovery requests (0.5).	540.00
09/28/16	Arnaboldi, L.	2.00	Participate in meeting with R&G team, Will Holden and Simpson Thacher.	2,800.00
09/28/16	Galardi, G.	3.10	Prepare for and attend meeting with Committee re: plan and other matters (2.4); follow-up re: same and next steps (0.3); initial review of claims registry (0.4).	3,813.00
09/28/16	Agudelo, J.	0.30	Review Committee letter to court (0.2); email to R&G team regarding same (0.1).	246.00
09/28/16	Zaragoza, K.	1.80	Conference with representatives of the creditors' committee regarding purchase price allocation.	1,476.00

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/29/16	Galardi, G.	1.60	Work with Opportune re: Discovery follow-up (0.6); review responses (0.3); work on witness identification for Committee 2004 (0.3); call with committee re: plan structure/settlement (0.4).	1,968.00
09/30/16	Galardi, G.	0.80	Call with counsel re: plan and other matters (0.6); review September 30 production (0.2).	984.00
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Total Hours		36.00	Total Amount \$	36,673.00

File No.: 112782-0023 Creditor & Shareholder Inquiries

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/06/16	Agudelo, J.	1.00	Emails with R&G team regarding former employee query on bar date process (0.3); telephone conference with separate former employee regarding same (0.3); emails with R&G team regarding same (0.4).	820.00
09/06/16	Sturm, J.	0.20	Review summary of former employee call (0.2).	179.00
09/11/16	Agudelo, J.	0.10	Email to Prime Clerk team regarding party's request for address change.	82.00
09/13/16	Agudelo, J.	0.10	Respond to creditor inquiry regarding sale.	82.00
09/23/16	Agudelo, J.	0.30	Emails with Prime Clerk regarding creditor inquiries regarding proofs of claim (0.1); e-mail to G. Galardi regarding same (0.1); e-mail to client regarding Pa. department of revenue inquiry (0.1).	246.00
Total Hours		1.70	Total Amount \$	1,409.00

File No.: 112782-0024 Corporate Matters

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/02/16	Han, E.	0.30	Correspondence with T. Czebiniak re: filing documents with USPTO.	208.50
09/02/16	Czebiniak, T.	2.00	Attend to client questions regarding PTO filings relating to trademark.	1,410.00
09/02/16	Karasavdis, M.	0.50	Attention to sequencing of trademark filings.	172.50
09/06/16	Galardi, G.	0.30	Address trademark title issues	369.00
09/06/16	Han, E.	3.20	Telephone call and correspondence with T. Czebiniak and G. Galardi re: trademark matters (0.3); telephone call with client team re: trademark matters (0.2); draft filing document and declaration (2.3); telephone calls and correspondence with N. Mollica re: new filings for trademark (0.4).	2,224.00
09/06/16	Agudelo, J.	0.60	Emails with R&G team regarding IP due diligence issues.	492.00
09/06/16	Czebiniak, T.	3.90	Confer with E. Han, G. Galardi and others on internal team, and with client team, regarding trademark registration issues with follow-ups (2.9); chart of application and registration information for U.S. trademarks owned by debtor (1.0).	2,749.50
09/07/16	Han, E.	2.00	Draft revised trademark declaration (1.6); review power of attorney and review draft for filing (0.4).	1,390.00
09/08/16	Han, E.	1.30	File revised trademark document and correspondence with T. Czebiniak re: same.	903.50
09/08/16	Czebiniak, T.	1.90	Finalize documentation for trademark filing (1.6); confirm method of transfer to buyer and follow up with client re: same (0.3).	1,339.50
09/11/16	Agudelo, J.	1.10	Revise draft board minutes.	902.00
09/12/16	Agudelo, J.	1.70	Continue revising draft board minutes.	1,394.00
09/13/16	Agudelo, J.	2.00	Confer with R&G team, W. Holden regarding name change for Kinja (0.1); confer with M. Weinberg regarding corporate organization chart (0.1); revise board minutes (1.8).	1,640.00
09/14/16	Agudelo, J.	0.60	Emails with W. Holden regarding certain corporate resolutions (0.2); emails with H. Jenkins regarding same (0.2); briefly review resolutions in respect of same (0.2).	492.00
09/19/16	Han, E.	0.20	Review trademark filings at USPTO.	139.00
09/21/16	Jenkins, H.	1.40	Attention to existing LLC agreement of Gawker Media, Inc. and manager of such entity.	770.00
09/22/16	Jenkins, H.	2.30	Draft the member consent and related amendment to the operating agreement for Gawker Media Group, Inc.	1,265.00

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/26/16	Jenkins, H.	0.90	Attention to board resolutions for Gawker Media, Inc. approving the amendment to Gawker Media LLC's operating agreement.	495.00
09/28/16	Sturm, J.	0.50	Confer with J. Gill regarding Gawker Hungary membership interests (0.3); correspondence with J. Gill and K. Prenyeni regarding same (0.2).	447.50
09/29/16	Sturm, J.	0.30	Correspondence with J. Gill and G. Galardi regarding Gawker Hungary name change.	268.50
Total Hours		27.00	Total Amount	\$ 19,071.50

File No.: 112782-0025 Employee Benefits Issues

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/12/16	Agudelo, J.	0.60	Draft final wages order (0.4); email to G. Galardi regarding same (0.2).	492.00
09/19/16	McGee, W.	1.20	Draft notice of withdrawal of wages motion (1.0); confer with J. Agudelo regarding the same (0.2).	648.00
09/20/16	McGee, W.	0.10	Revise notice of withdrawal of wages motion.	54.00
09/21/16	Agudelo, J.	0.30	Telephone conference with S. Abdel regarding employee benefits issues (0.2); e-mail with same regarding same (0.1).	246.00
09/21/16	McGee, W.	0.30	Finalize notice of withdrawal of wages motion.	162.00
09/22/16	Agudelo, J.	0.50	Telephone conference with S. Abdel regarding employee issues (0.2); confer with G. Galardi regarding same (0.1); e-mail to S. Abdel regarding same (0.2).	410.00
09/23/16	Galardi, G.	0.40	Address issues re: employment claim and termination.	492.00
09/23/16	Agudelo, J.	1.90	Draft employee letter (0.5); emails with G. Galardi regarding same (0.5); telephone conference with J. Cormier regarding same (0.2); emails with same regarding same (0.4); review offer letter in connection with same (0.3).	1,558.00
09/23/16	Cormier, J.	2.20	Attention to employee separation issues (1.9); telephone conference with J. Agudelo regarding same (0.2); emails with same regarding same (0.1).	1,683.00
09/26/16	Agudelo, J.	0.70	Emails with G. Galardi, J. Cormier regarding employee letter (0.4); emails with S. Abdel-Razek regarding same (0.3).	574.00
09/26/16	Cormier, J.	0.40	Attention to employee separation.	306.00
09/27/16	Galardi, G.	0.10	Review Fetter letter.	123.00
09/27/16	Agudelo, J.	0.50	Emails with G. Galardi, J. Cormier regarding employee letter (0.2); emails with S. Abdel regarding same (0.2); telephone conference with W. Holden regarding same (0.1).	410.00
09/27/16	Cormier, J.	0.40	Attention to employee separation.	306.00
Total Hours		9.60	Total Amount \$	7,464.00

File No.: 112782-0026 Relief from Stay & Adequate Protection

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/02/16	Galardi, G.	1.40	Review and analyze Travelers' lift stay motion (0.9); calls and emails re: same (0.4); follow-up re: possible response (0.1).	1,722.00
09/02/16	Agudelo, J.	0.60	Review Travelers' lift stay motion (0.3); confer with R&G team regarding same (0.3).	492.00
09/06/16	Walkingshaw, P.	1.20	Review motion filed by Travelers for relief from automatic stay and case law cited therein.	648.00
09/07/16	Walkingshaw, P.	1.30	Begin legal research for opposition to motion for relief from automatic stay filed by Travelers.	702.00
09/08/16	Walkingshaw, P.	3.00	Continue legal research in support of opposition to motion for relief from automatic stay filed by Travelers.	1,620.00
09/09/16	Walkingshaw, P.	5.40	Begin drafting opposition to motion for relief from automatic stay filed by Travelers.	2,916.00
09/10/16	Walkingshaw, P.	3.20	Continue drafting opposition to motion for relief from automatic stay filed by Travelers.	1,728.00
09/12/16	Walkingshaw, P.	0.70	Meet with D. Martin regarding opposition to motion for relief from automatic stay.	378.00
09/12/16	Walkingshaw, P.	1.20	Additional research for revisions to opposition to motion for relief from the automatic stay.	648.00
09/12/16	Walkingshaw, P.	1.30	Revise opposition to motion for relief from the automatic stay.	702.00
09/13/16	Galardi, G.	0.30	Review cases for Traveler's response.	369.00
09/13/16	Walkingshaw, P.	2.80	Further revise opposition to motion for relief from the automatic stay.	1,512.00
09/23/16	Galardi, G.	0.20	Review comments to stipulation re: automatic stay.	246.00
09/23/16	McGee, W.	0.90	Research question regarding presentment of lift stay stipulation (0.4); confer with court regarding the same (0.2); confer with J. Agudelo regarding same (0.2); correspondence with team regarding same (0.1).	486.00
09/28/16	Galardi, G.	0.90	Review and provide initial comments on Travelers' lift stay response (0.6); review stipulation re: lift stay in Terrill and Ayyadurai (0.3).	1,107.00
09/28/16	Agudelo, J.	5.70	Analyze strategy for lift stay issues (0.7); brief research regarding same (1.2); draft lift stay motion in connection with same (3.5); email to R. Martin regarding same (0.3).	4,674.00
09/28/16	Walkingshaw, P.	2.20	Legal research in support of opposition to Travelers' motion for relief from automatic stay (1.2); revise opposition to Travelers' motion for relief from automatic stay (1.0).	1,188.00

Relief from Stay & Adequate Protection

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
09/29/16	Galardi, G.	1.40	Review and revise Response to Travelers (1.2); finalize stipulations re: lift stay (0.2).	1,722.00
09/29/16	Agudelo, J.	0.30	Confer with G. Galardi regarding notice of presentment for lift stay.	246.00
09/29/16	Walkingshaw, P.	3.60	Further revise opposition to Travelers' motion for relief from automatic stay.	1,944.00
09/30/16	Galardi, G.	0.60	Finalize Travelers' response (0.4); address notice of presentment for lift stays (0.2).	738.00
09/30/16	Agudelo, J.	2.50	Research regarding lift stay issues (1.5); emails with G. Galardi regarding same (0.6); draft presentment materials (0.5); emails with Committee counsel and Ayyadurai/Terrill counsel regarding same (0.2); confer with P. Walkingshaw regarding objection to Travelers' lift stay motion (0.2).	2,050.00
09/30/16	Agudelo, J.	0.50	Draft lift stay presentment materials.	410.00
09/30/16	Walkingshaw, P.	0.40	Review opposition to Travelers' motion for relief from automatic stay (0.2); confer with J. Agudelo regarding same (0.2).	216.00
09/30/16	Allen, W.	0.50	Prepare filing and file "Debtors' Objection to Motion For Relief From the Automatic Stay By St. Paul Fire & Marine Insurance Company" (P. Walkingshaw).	200.00
09/30/16	Graham, L.	0.30	Assist A. McGee and R. Allen with filing Debtors' Objection to Motion for Relief From The Automatic Stay by St. Paul Fire & Marine Insurance Company.	78.00
Total Hours		42.40	Total Amount	\$ 28,742.00

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Arnaboldi, Leo P III	10.10	1,400.00	14,140.00
De Silva, Joanne M.	12.50	920.00	11,500.00
DeGraw, James S	2.70	1,060.00	2,862.00
Galardi, Gregg	159.00	1,230.00	195,570.00
Gill, Jonathan P.	44.30	1,030.00	45,629.00
Martin, D. Ross	128.30	1,170.00	150,111.00
Wendlandt, Dalila Arguez	41.30	970.00	40,061.00
Han, Erica L.	7.00	695.00	4,865.00
Agudelo, Jonathan	172.40	820.00	141,368.00
Bierut, Elizabeth	59.80	550.00	32,890.00
Bresa, Lindita	16.30	820.00	13,366.00
Cianci, Mark	2.90	765.00	2,218.50
Cormier, Jennifer	3.00	765.00	2,295.00
Corrigan, Lucy A.	14.90	470.00	7,003.00
Czebiniak, Taras	7.80	705.00	5,499.00
Durette, Elisa	15.30	695.00	10,633.50
Hussain, Saqib M.	7.80	455.00	3,549.00
Jenkins, Hannah	30.10	550.00	16,555.00
Kaneyasu-Speck, Shaw	66.30	820.00	54,366.00
Kim, Hanah	5.10	470.00	2,397.00
McGee, William A.	156.70	540.00	84,618.00
Sturm, Joshua Y.	155.70	895.00	139,351.50
Sullivan, James	3.60	470.00	1,692.00
Sutton, Averell H.	31.60	365.00	11,534.00
Walkingshaw, Peter	44.10	540.00	23,814.00
Zaragoza, Kevin J.	7.00	820.00	5,740.00
Allen, William	5.50	400.00	2,200.00
Brustman, Charles D.	2.50	270.00	675.00
Gonzalez, Roberto	20.80	350.00	7,280.00
Graham, La-Toya	12.30	260.00	3,198.00
Karasavidis, Melissa	3.00	345.00	1,035.00
Weinberg, Meir	24.90	285.00	7,096.50
Dottin, Carson	8.90	295.00	2,625.50
Greene, Doron	6.00	215.00	1,290.00
Kolpin, David	2.30	360.00	828.00
Total Hours	1,291.80	Total Amount \$	1,049,855.50